

FORM PTO-1618A

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06-08-2001



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

6.4.01

RECORDATION FORM COVER SHEET

JUN - 4 2001

TRADEMARKS ONLY

TO: The Commission of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

☒ New☐ Resubmission (Non-Recordation)
Document ID#☐ Correction of PTO Error☐ Reel # Frame # ☐ Corrective DocumentReel # Frame #

Conveyance Type

☐ Assignment☐ License☒ Security Agreement☐ Nunc Pro Tunc Assignment☐ MergerEffective Date
Month Day Year☐ Change of Name☐ Other

Conveying Party

☐ Mark if additional names of conveying parties attachedName Build-A-Bear Workshop, LLC and Shirts Illustrated, LLC, jointly and severallyExecution Date
Month Day Year
 March 1, 2000Formerly ☐ Individual☐ General Partnership☐ Limited Partnership☐ Corporation☐ Association☒ Other☒ Citizenship/State of Incorporation/Organization Missouri

Receiving Party

☐ Mark if additional names of receiving parties attachedName Firststar Bank N.A.DBA/AKA/TA Composed of Address (line 1) 425 Walnut Street, 8th FloorAddress (line 2) Address (line 3) Cincinnati

City

 Ohio

State/Country

 45202

Zip Code

☐ Individual☐ General Partnership☐ Limited Partnership☐ Corporation☒ Association☐ Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

☐ Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

06/07/2001 6TBN11 00000199 062226 2050734

01 FC:481

40.00 CH

02 FC:482

2250.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget Paperwork Reduction Product (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002307 FRAME: 0001

Domestic Representative Name and Address

Enter for the first Receiving Party only

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

513-651-6121

Name

Kevin S. Sprecher, Esq.

Address (line 1)

Frost Brown Todd LLC

Address (line 2)

2200 PNC Center

Address (line 3)

201 East Fifth Street

Address (line 4)

Cincinnati, Ohio 45202

PagesEnter the total number of pages of the attached conveyance document
including any attachments.

#

59

Trademark Application Number(s) or Registration Number(s)☐

Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER both numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

See
Attached.

See Attached.

Number of Properties

Enter the total number of properties involved.

#

93

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

2,290.00

Method of Payment:

Enclosed

☐

Deposit Account

☒

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

06-2226

Authorization to charge additional fees:

Yes

☐

No

☐**Statement and Signature**

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Kevin S. Sprecher, Reg. No. 42,165

Name of Person Signing

Signature

Date Signed

Attachment to Recordation Cover Sheet

Build-A-Bear Workshop, LLC and Shirts Illustrated, LLC,
jointly and severally
to
Firststar Bank, N.A.

U.S. Trademark Registration Nos.

2,050,734	2,071,525			
2,001,349	1,998,311			
2,217,419	1,999,863			
2,242,862	1,824,701			
2,285,982	1,266,680			
2,286,392				
2,279,762				
2,298,153				

U.S. Trademark Application Nos.

75/711,771	75/335,759	75/434,465	75/801,850	75/255,283
75/438,439	75/884,783	75/674,299	75/555,669	75/379,668
75/438,039	75/862,178	75/444,741	75/434,464	75/255,284
75/763,895	75/809,839	75/657,901	75/351,922	75/379,554
75/434,463	75/835,823	75/505,792	75/866,045	75/379,653
75/899,146	75/245,812	75/659,467	75/656,978	75/609,551
75/899,148	75/301,709	75/657,902	75/587,559	75/434,462
75/497,034	75/883,075	75/497,033	75/664,633	75/611,263
75/438,040	75/438,038	75/566,040	75/247,417	75/255,285
75/764,120	75/557,108	75/744,567	75/831,936	75/388,006
75/835,815	75/272,137	75/623,042	75/801,852	
75/430,593	75/443,984	75/876,452	75/708,751	
75/723,826	75/729,915	75/874,494	75/708,754	
75/776,418	75/426,819	75/874,227	75/480,177	
75/782,914	75/576,840	75/801,851	75/379,674	
75/591,251	75/438,438	75/835,819	75/245,814	
75/829,777	75/434,466	75/873,244	75/255,282	

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PATENTS, TRADEMARKS AND COPYRIGHTS SECURITY AGREEMENT

BUILD-A-BEAR WORKSHOP, LLC and SHIRTS ILLUSTRATED, LLC, jointly and severally, with a principal place of business at 1964 Innerbelt Business Center Drive, St. Louis, Missouri (individually and collectively, with any successor by merger thereto, the "Debtor"), for valuable consideration, receipt of which hereby is acknowledged, hereby enters into this Patents, Trademarks and Copyrights Security Agreement (the "Agreement") and grants to **FIRSTAR BANK, N.A.** ("Secured Party"), a security interest in all of Debtor's right, title and interest in, to and under the following collateral, whether now existing or hereafter arising or acquired (the "Collateral"):

1. all trademarks, trade names, corporate names, fictitious names, trade styles, service marks, logos, commercial symbols, prints and labels on which any of the foregoing have appeared, now appear or hereafter appear, designs and the good will and general intangibles of like nature relating thereto, now existing or hereafter adopted or acquired, and all registrations and recordings thereof, and all applications in connection therewith, including, without limitation, applications, registrations and recordings in the United States Patent and Trademark Office or in any other office or agency of the United States or any State thereof, or any other country or any political subdivision thereof, including, but not limited to, those described in Schedule A hereto, and all renewals thereof and all licenses thereof (whether as licensor or licensee) and other agreements and/or rights of any kind relating thereto (all of the foregoing being herein referred to as the "Trademarks");
2. all letters patent of the United States or of any other country, and all registrations and recordings thereof, and all applications for letters patent of the United States or any other country, including, without limitation, applications, registrations and recordings in the United States Patent and Trademark Office or in any other office or agency of the United States or any State thereof or of any other country, including but not limited to, those described in Schedule B hereto, and all inventions, reissues, re-examinations, divisions, improvements, continuations, continuations-in-part or extensions thereof and all licenses thereof (whether as licensor or licensee) and other agreements and/or rights of any kind relating thereto (all of the foregoing being herein referred to as the "Patents");
3. all copyrights, whether registered or not, of the United States or any other country, and all registrations and recordings thereof, and all applications in connection therewith, including, without limitation, applications, registrations and recordings in the United States Copyright Office or in any other office or agency of the United States or any State thereof or of any other country, including but not limited to, those described in Schedule C hereto, and all variations, adaptations, derivatives, renewals thereof and all licenses thereof (whether as licensor or licensee) and other agreements and/or rights of any kind relating thereto (all of the foregoing being herein referred to as the "Copyrights");

4. all rights to sue and other claims for past, present and future infringements of any of such Trademarks, Patents and Copyrights or dilution thereof, or for injury to the good will associated therewith;
5. all income, damages and other amounts payable of any kind under or with respect to any of the foregoing, including, without limitation, royalty fees, proceeds of infringement suits and other amounts of any kind; and
6. all proceeds and products of the foregoing, in whatever form the same may be,

for the purpose of securing the payment to Secured Party of all of the following ("Obligations"): all loans, advances, debts, liabilities, obligations, covenants and duties owing to Secured Party from any Debtor of any kind or nature, present or future, whether or not evidenced by any note, guaranty or other instrument, including but not limited to those arising under: (i) the Loan Agreement by and between Debtor and Secured Party dated as of even date herewith, (ii) under any other agreement, instrument or document, whether or not for the payment of money, whether arising by reason of an extension of credit, opening of a letter of credit, loan, guaranty, indemnification or in any other manner, whether direct or indirect (including those acquired by assignment, participation, purchase, negotiation, discount or otherwise), absolute or contingent, joint or several, due or to become due, now existing or hereafter arising and whether or not contemplated by Debtor or Secured Party or Secured Party's Affiliate on the date hereof; and, as to all of the foregoing, including any amendments, modifications, or superceding documents to each of the foregoing; and all charges, expenses, fees, including but not limited to reasonable attorneys' fees, and any other sums chargeable to Debtor under any of the Obligations. As used herein, "Secured Party's Affiliate" will mean any person, partnership, joint venture, company or business entity under common control or having similar equity holders owning at least ten percent (10%) thereof with Secured Party, whether such common control is direct or indirect. All of Secured Party's direct or indirect parent corporations, sister corporations, and subsidiaries will be deemed to be a Secured Party's Affiliate for purposes of this Agreement. Capitalized terms used in this Agreement and not otherwise defined herein will have the meanings given to such terms in the Loan Agreement.

1. Representations and Warranties. Debtor represents and warrants as follows:

- 1.1 Each of the registered Trademarks, Patents and Copyrights is valid, enforceable and subsisting;
- 1.2 The Schedules hereto are true and complete lists of all Collateral registered or applied for as of the date hereof.
- 1.3 This Agreement creates a legal and valid lien on the Collateral applied or registered for in the United States, enforceable against Debtor and all third parties, subject only to Secured Party's valid recordation and perfection thereof.
- 1.4 This Agreement does not violate and is not in contravention of any other agreement to which Debtor is a party or any judgment or decree by which Debtor

is bound and does not require any consent under any other agreement to which Debtor is a party or by which Debtor is bound.

- 1.5 Debtor has the requisite corporate power and authority to execute, deliver and perform this Agreement, and this Agreement is the legal, valid and binding obligation of Debtor, enforceable in accordance with its terms.
- 1.6 Debtor is the sole and exclusive owner of and has good and marketable title to the Collateral registered or applied for on Schedules A-C; none of the Collateral is subject to any mortgage, pledge, lien, security interest, lease, charge, setoff, defense, claim, license, shop right, work for hire claims, covenant not to sue, or other encumbrance, except the liens in favor of Secured Party; and there are no legal actions, administrative proceedings or claims pending or threatened relating to any of the Collateral, except as set out on Schedule D hereto.
- 1.7 In the five years preceding the date hereof, Debtor has not conducted business under any name other its current name nor maintained any place of business or any assets in any jurisdiction other than as listed on the Disclosure Schedule. Some of the Collateral was obtained through an assignment from "Smart Stuff, Inc."

2. Covenants. Debtor covenants and agrees as follows:

- 2.1 Anything herein to the contrary notwithstanding, Debtor will remain liable under the Collateral to observe and perform all the conditions and obligations to be observed and performed by Debtor thereunder, all in accordance with and pursuant to the terms and provisions thereof. Secured Party will have no obligation or liability under any of the Collateral by reason of or arising out of this Agreement or the receipt by Secured Party of any payment relating to any of the Collateral pursuant hereto, nor will Secured Party be required or obligated in any manner to perform or fulfill any of the obligations of Debtor under or pursuant to any of the Collateral, or to make any payment, or to make any inquiry as to the nature or the sufficiency of any payment received by Debtor or the sufficiency of any performance by any party under any of the Collateral, or to present or file any claim, or to take any action to collect or enforce any performance or the payment of any amounts which may have been assigned to Debtor or to which it may be entitled at any time or times.
- 2.2 Debtor will furnish to Secured Party from time to time, and not less frequently than upon each anniversary of execution of this Agreement, statements and schedules identifying and describing any change, including but not limited to additions and/or deletions in the Collateral, and such other reports in connection with the Collateral as Secured Party may reasonably request, all in reasonable detail.
- 2.3 Debtor (either itself or through its licensees) will: (a) continue to properly use and maintain each Trademark that is material to Debtor's business in full force

and free from any claim of abandonment for non-use, (b) maintain, as in the past, the quality of products and services offered under such Trademark, (c) employ such Trademark with the appropriate notice of registration, and (d) not, and not permit any licensee or sublicensee thereof to, do any act or knowingly omit to do any act whereby such Trademark may become invalidated.

- 2.4** Debtor will not do any act, or omit to do any act, whereby any Patent or Copyright material to Debtor's business may become abandoned, part of the public domain or otherwise unenforceable.
- 2.5** Debtor will notify Secured Party immediately if Debtor knows or has reason to know that any application or registration relating to any Patent, Copyright or Trademark may become abandoned or otherwise unenforceable, or of any final adverse determination or development, including but not by way of limitation, the institution of, or any such determination or development in, any proceeding in the United States Patent and Trademark Office or Copyright Office or any court, regarding the ownership of any part of the Collateral, its right to register the same, or to keep, use, enforce and/or maintain the same.
- 2.6** If at any time after the date of this Agreement, Debtor obtains rights to any new or additional Collateral, or becomes entitled to the benefit of any application or registration for any re-issue, division, re-examination, continuation-in-part, continuation, renewal or extension of any Collateral or any improvements, adaptations or derivations on any Collateral, the provisions of this Agreement will automatically apply thereto and Debtor will give to Secured Party prompt written notice thereof. Debtor authorizes Secured Party to modify this Agreement by adding from time to time a Schedule E, which Schedule E will include any such future Collateral and applications, and Debtor will execute and deliver to Secured Party from time to time such supplemental assignments or other instruments as Secured Party may desire for the purpose of confirming and perfecting Secured Party's interest in such Collateral applied for and registered in the United States. In no event will Debtor, either itself or through any agent, employee, licensee or designee, file an application for the issuance of any Patent or the registration of any Trademark with the United States Patent and Trademark Office, or for any Copyright registration with the United States Copyright Office, or any office or agency of the United States or any State thereof or of any other country or any political subdivision thereof, unless it promptly informs Secured Party, and, upon request of Secured Party, executes and delivers any and all agreements, instruments, documents, and papers as Secured Party may request to evidence and perfect Secured Party's security interest in such Collateral for which registration has been applied and the good will and other intellectual property and related general intangibles of Debtor relating thereto or represented thereby, and should Debtor fail to do so within 30 Business Days after written notice (in accordance with the Loan Agreement) from Secured Party requesting same, Debtor hereby constitutes Secured Party as its attorney-in-fact to execute and file all such writings for the foregoing purposes, all acts of such attorney being hereby ratified

and confirmed; such power being coupled with an interest and irrevocable until the Obligations are indefeasibly paid in full and this Agreement is terminated.

- 2.7 Debtor will take all necessary steps, including, without limitation, in any proceeding before the United States Patent and Trademark Office, the United States Copyright Office or any appropriate office or agency in any state or in any other country or any political subdivision thereof, to maintain and pursue each application (and to obtain the relevant registration) and to maintain each registration of the Collateral material to Debtor's business, including, without limitation, filing of applications for renewal, affidavits of use, affidavits of incontestability and opposition, interference and cancellation proceedings.
- 2.8 If any of the Collateral is infringed, misappropriated, diluted or otherwise used or returned without authorization by a third party, Debtor will promptly notify Secured Party after Debtor learns thereof and will take such reasonably appropriate actions under the circumstances to protect such Collateral in consultation with Secured Party.
- 2.9 Debtor, at its sole cost and expense, will (a) appear in and defend any action arising out of, or in any manner connected with, any of the Collateral or the obligations or liabilities of Debtor thereunder, (b) continue to use consistent standards of quality in its manufacture of products sold under the Collateral and will allow Secured Party by its agents to inspect such products and quality control records relating thereto to ensure Debtor's compliance with such quality standards, and (c) allow Secured Party by its agents reasonable access to the books and records of Debtor relating to the Collateral.
- 2.10 Debtor will not (a) sell, assign, pledge or otherwise transfer or encumber all or any part of its interest in any of the Collateral, (b) grant any license under any of the Collateral (other than licenses in the ordinary course of business consistent with past practices), or (c) enter into any agreement which is inconsistent with Debtor's obligations under this Agreement.

3. **Payment of Expenses by Secured Party.** At its option, Secured Party may discharge taxes, liens, security interests or such other encumbrances as may attach to the Collateral, may pay for the maintenance and preservation of the Collateral, as reasonably determined by Secured Party to be necessary. Debtor will reimburse Secured Party on demand for any payment so made or any expense incurred by Secured Party pursuant to the foregoing authorization, and the Collateral also will secure any advances or payments so made or expenses so incurred by Secured Party.

4. **Collections.** After the occurrence of an Event of Default, as defined below, if directed by Secured Party, whenever Debtor receives any payment with respect to any of the Collateral it will hold such payment in trust for Secured Party and forthwith will deliver to Secured Party the same in the form received by Debtor without commingling with any funds belonging to Debtor, and promptly will deposit the same in a special collateral account with Secured Party.

5. **Notification of Third Parties.** Secured Party, at any time after the occurrence of an Event of Default, and without notice to Debtor, may notify any persons who are indebted to Debtor with respect to any Collateral of the assignment thereof to Secured Party and may direct such persons to make payment directly to Secured Party of the amounts due. At the request of Secured Party after the occurrence of an Event of Default, Debtor will direct any persons who are indebted to Debtor with respect to any Collateral to make payment directly to Secured Party. Secured Party is authorized to give receipts to such persons for any such payments and such persons will be protected in making such payments to Secured Party.
6. **Further Assurances.** At the request of Secured Party, Debtor will join with Secured Party in executing one or more financing statements pursuant to the Uniform Commercial Code in form satisfactory to Secured Party and will pay the cost of filing this Agreement and all financing, continuation and termination statements in all public offices where filing is deemed necessary or desirable by Secured Party. Debtor will execute and deliver to Secured Party from time to time such further documents, supplemental assignments or other instruments, and take all further actions as Secured Party may consider necessary or desirable to create, perfect, confirm, preserve, continue or validate Secured Party's interest in the Collateral within the United States or to enable Secured Party to exercise or enforce its rights with respect to such interest. Debtor hereby authorizes Secured Party to execute and file on behalf of Debtor all financing statements and documents deemed necessary or appropriate to perfect Secured Party's interest in the Collateral.
7. **Receivers.** Upon or at any time after the occurrence of an Event of Default, Secured Party may request the appointment of a receiver of the Collateral. Such appointment may be made without notice, and without regard to (i) the solvency or insolvency, at the time of application for such receiver, of the person or persons, if any, liable for the payment of the Obligations; and (ii) the value of the Collateral at such time. Such receiver will have the power to take possession, control and care of the Collateral and to collect all accounts resulting therefrom. Notwithstanding the appointment of any receiver, trustee, or other custodian, Secured Party will be entitled to the possession and control of any cash, or other instruments at the time held by, or payable or deliverable under the terms of this Security Agreement to Secured Party.
8. **Default.**
- 8.1 Upon the occurrence of (herein referred to as an "Event of Default"): (i) any Event of Default as defined in any of the documents evidencing any of the Obligations, or (ii) any default under any of such documents that do not have a defined set of "Events of Default," Secured Party may exercise any one or more of the rights and remedies granted pursuant to this Agreement or given to a secured party under applicable law, as it may be amended from time to time, including but not limited to the right to take possession and sell, lease or otherwise dispose of the Collateral and, at its option, operate, use or exercise any rights of ownership pertaining to the Collateral as Secured Party deems necessary to preserve the value and receive the benefits of the Collateral. Upon the occurrence of an Event of Default, Secured Party may, so far as Debtor can give authority therefor, enter

upon any premises on which the Collateral or any part thereof may be situated and take possession of and remove the same therefrom. Secured Party may require Debtor to make the Collateral available to Secured Party at a place to be designated by Secured Party that is reasonably convenient to both parties.

- 8.2 Debtor further agrees that, in the event of any disposition of the Collateral upon an Event of Default, Debtor will duly execute, acknowledge and deliver all documents necessary or advisable to record title to the Collateral in any transferee or transferees thereof, including, without limitation, valid, recordable assignments of registrations and/or applications for registration of all Trademarks, Copyrights and Patents. Debtor hereby irrevocably appoints Secured Party as its attorney-in-fact, with full power of substitution, to execute, deliver, and record such documents on Debtor's behalf upon the occurrence of an Event of Default.
- 8.3 The net proceeds arising from the disposition of the Collateral after deducting expenses incurred by Secured Party will be applied to the Obligations in the order determined by Secured Party. If any excess remains after the discharge of all of the Obligations, the same will be paid to Debtor or as required by law. If after exhausting all of the Collateral, there should be a deficiency, Debtor will be liable therefor to Secured Party; provided, however, that nothing contained herein will obligate Secured Party to proceed against the Collateral prior to making a claim against Debtor or any other party obligated under the Obligations or prior to proceeding against any other collateral for the Obligations.
- 8.4 Whenever notice is required by law to be sent by Secured Party to Debtor of any sale, lease or other disposition of the Collateral, five days written notice sent to Debtor's address set forth herein for notices will be reasonable.
- 8.5 The rights and remedies provided herein are cumulative and are not exclusive of any other rights or remedies provided by applicable law.

9. **Enforcement Actions.** Secured Party may, but will in no way be obligated to, bring suit in its own name to enforce the Collateral and any license thereunder. If Secured Party elects to bring any such suit in its own name, Debtor will at the request of Secured Party do any and all lawful acts and execute any and all proper documents required by Secured Party in aid of such enforcement and Debtor will promptly, upon demand, reimburse and indemnify Secured Party for all costs and expenses incurred by Secured Party in the exercise of its rights under this Section.

10. **Obligations, Indemnifications, and Expenses.** If Debtor fails to comply with any of its obligations hereunder, Secured Party may, but will not be obligated to, do so at the expense of Debtor. To the extent that Secured Party incurs any costs or expenses in protecting or enforcing its rights in the Collateral or observing or performing any of the conditions or obligations of Debtor hereunder, including but not limited to reasonable attorneys' fees and the costs and expenses of litigation, such costs and expenses will be due on demand, will be included in the indebtedness secured hereby and will bear interest from the incurring or payment thereof at the highest Default Rate as defined in any of the

Obligations. Debtor will indemnify and hold Secured Party harmless against (a) all expenses, liabilities, losses and damages that Secured Party may incur under the Collateral or under or by reason of this Agreement, and (b) all claims and demands whatsoever that may be asserted against Secured Party by reason of this Agreement or any act of Secured Party under this Agreement or under any of the Collateral.

11. **Secured Party's Power of Attorney.** Upon an Event of Default, Debtor hereby irrevocably constitutes and appoints Secured Party, and any officer thereof, with full power of substitution, as its true and lawful attorney-in-fact with full irrevocable power and authority in the place and stead of Debtor or in its name, in Secured Party's discretion for the purpose of carrying out the terms of this Agreement, to take any and all appropriate action and to execute any and all documents and instruments which may be necessary or desirable to accomplish the purposes of this Agreement and, without limiting the generality of the foregoing, Debtor hereby gives Secured Party the power and right, on behalf of Debtor, after an Event of Default, and without notice to or assert by Debtor, to do the following:
- 11.1 to receive payment of, endorse, and receipt for, any and all monies, claims and other amounts due and to become due at any time in respect of or arising out of the Collateral;
 - 11.2 to commence and prosecute any suits, actions or proceeding at law or in equity in any court of competent jurisdiction to collect any of the Collateral and to enforce any other right in respect of the Collateral;
 - 11.3 to settle, compromise or adjust any suit, action or proceeding described above, and, in connection therewith, to give such discharges or releases as Secured Party may deem appropriate;
 - 11.4 generally to sell, transfer, pledge, license, make any agreement with respect to or otherwise deal with any of the Collateral as fully and completely as though Secured Party were the absolute owner thereof for all purposes; and
 - 11.5 at Secured Party's option, at any time either before or after an Event of Default from time to time, all acts and things which Secured Party deems necessary to protect or preserve the Collateral and Secured Party's security interest and rights therein in order to effect the intent of this Agreement, all as fully and effectively as Debtor might do.

Debtor hereby ratifies all that such attorneys will lawfully do or cause to be done by virtue hereof. This power of attorney is a power coupled with an interest, will be irrevocable and will terminate only upon payment in full of the Obligations and the termination of all financing arrangements relating thereto and this Agreement. The powers conferred upon Secured Party hereunder are solely to protect Secured Party's interests in the Collateral and will not impose any duty upon it to exercise any such powers. Secured Party will have no obligation to preserve any rights of any third parties in the Collateral or to perform any duties or obligations of any Debtor under or with respect to any of the Collateral. Secured Party will be accountable only for

amounts that it actually receives as a result of the exercise of such powers, and neither it, any of its affiliates nor any of its agents will be responsible to Debtor for any action taken or omitted to be taken in good faith or in reliance on the advice of counsel except for its own gross negligence or willful misconduct.

12. General.

- 12.1 Waiver.** No delay or omission on the part of Secured Party to exercise any right or power arising from any default or Event of Default will impair any such right or power or be considered a waiver of any such right or power or a waiver of any such default or Event of Default or an acquiescence therein nor will the action or non-action of Secured Party in case of such Default or Event of Default impair any right or power arising as a result thereof or affect any subsequent default or any other default of the same or a different nature.
- 12.2 Notices.** All notices, demands, requests, consents, approvals and other communications required hereunder will be given in accordance with the Loan Agreement to Secured Party as Lender, and to Debtor as Borrower.
- 12.3 Successors and Assigns.** This Agreement will be binding upon and inure to the benefit of Debtor and Secured Party and their respective successors and assigns; provided, however, that Debtor may not assign this Agreement in whole or in part without the prior written consent of Secured Party, and Secured Party at any time may assign this Agreement in whole or in part. All references herein to "Debtor" and "Secured Party" will be deemed to apply to Debtor and Secured Party and their respective heirs, administrators, successors and assigns.
- 12.4 Modifications.** No modification or waiver of any provision of this Agreement nor consent to any departure by Debtor therefrom, will be established by conduct, custom, or course of dealing; and no modification, waiver or consent will in any event be effective unless the same is in writing and specifically refers to this Agreement, and then such waiver or consent will be effective only in the specific instance and for the purpose for which given. No notice to or demand on Debtor in any case will entitle Debtor to any other or further notice or demand in the same, similar or other circumstance.
- 12.5 Joint and Several Obligations.** If this Security Agreement is executed by one or more person or entity as the "Debtor," the obligations of such persons or entities will be joint and several. Unless otherwise specified herein, any reference to "Debtor" will mean each such person or entity executing this Security Agreement individually and all of such persons or entities collectively.
- 12.6 Illegality.** If fulfillment of any provision hereof or any transaction related hereto or of any provision of this Agreement, at the time performance of such provision is due, involves transcending the limit of validity prescribed by law, then ipso facto, the obligation to be fulfilled will be reduced to the limit of such validity.

- 12.7 Gender, etc.** Whenever used herein, the singular number will include the plural, the plural the singular and the use of the masculine, feminine or neuter gender will include all genders.
- 12.8 Headings.** The headings in this Agreement are for convenience only and will not limit or otherwise affect any of the terms hereof.
- 12.9 Release.** Secured Party will provide Debtor with documentation sufficient to release Secured Party's interest in the Collateral upon payment in full of the Obligations.
- 12.10 Governing Law and Jurisdiction; No Jury Trial.** THIS AGREEMENT WILL BE INTERPRETED AND THE RIGHTS AND LIABILITIES OF THE PARTIES HERETO DETERMINED IN ACCORDANCE WITH THE LAWS OF THE STATE OF OHIO, WITHOUT REGARD TO ITS CONFLICTS OF LAWS PRINCIPLES, AND DEBTOR HEREBY AGREES TO THE JURISDICTION OF ANY STATE OR FEDERAL COURT LOCATED WITHIN HAMILTON COUNTY, OHIO AND CONSENTS THAT ALL SERVICE OF PROCESS BE MADE BY CERTIFIED MAIL DIRECTED TO DEBTOR AT ITS ADDRESS SET FORTH HEREIN FOR NOTICES AND SERVICE SO MADE WILL BE DEEMED TO BE COMPLETED FIVE (5) BUSINESS DAYS AFTER THE SAME HAS BEEN DEPOSITED IN U.S. MAIL, POSTAGE PREPAID; PROVIDED THAT NOTHING CONTAINED HEREIN WILL PREVENT SECURED PARTY FROM BRINGING ANY ACTION OR EXERCISING ANY RIGHTS AGAINST ANY SECURITY OR AGAINST DEBTOR INDIVIDUALLY, OR AGAINST ANY PROPERTY OF DEBTOR, WITHIN ANY OTHER STATE OR NATION. DEBTOR WAIVES ANY OBJECTION BASED ON FORUM NON CONVENIENS AND ANY OBJECTION TO VENUE OF ANY ACTION INSTITUTED HEREUNDER. DEBTOR AND SECURED PARTY EACH WAIVE ANY RIGHT TO TRIAL BY JURY IN ANY ACTION OR PROCEEDING RELATING TO THIS AGREEMENT OR ANY TRANSACTION CONTEMPLATED IN THIS AGREEMENT.

Dated as of March 1, 2000.


DEBTOR:

BUILD-A-BEAR WORKSHOP, LLC

By: Marlene Clark
Print Name: Marlene Clark
Title: Manager

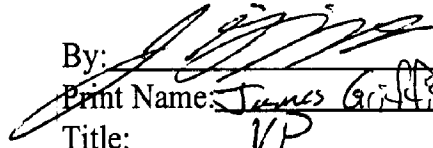
SHIRTS ILLUSTRATED, LLC

By: Build-A-Bear Workshop, LLC,
Its Managing Member

By: 
Print Name: Marye Clark
Title: Manager

SECURED PARTY:

FIRSTAR BANK, N.A.

By: 
Print Name: James Griffiths
Title: VP

STATE OF MO)
)
COUNTY OF ST. CHARLES) SS.

The foregoing instrument was acknowledged before me this March 1, 2000 by Maxine Clark, the duly authorized Manager of **BUILD-A-BEAR WORKSHOP, LLC**, a Missouri limited liability company, on behalf of the company.

Mary J. Baumgartner
Notary Public

My commission expires: 12/03/02

MARY J. BAUMGARTNER
Notary Public – Notary Seal
State of Missouri
County of St. Charles
My Commission Expires 12/03/2002

STATE OF Mo)
)
COUNTY OF ST. CHARLES) SS.

The foregoing instrument was acknowledged before me this March 1, 2000 by Maxine Clark, the duly authorized Manager of **BUILD-A-BEAR WORKSHOP, LLC**, a Missouri limited liability company, the managing member of **SHIRTS ILLUSTRATED, LLC**, a Missouri limited liability company, on behalf of the company.

Mary J. Baumgartner
Notary Public

My commission expires: 12/03/02

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS.

The foregoing instrument was acknowledged before me this March 1, 2000 by James R. Griffiths, the duly authorized Vice President of **FIRSTAR BANK, N.A.**, a national banking association, on behalf of the association.

Michael O'Grady
Notary Public

My commission expires: N/A



MICHAEL JOHN O'GRADY, Attorney at Law
Notary Public, State of Ohio
My Commission has no expiration date.
Section 147.03

SCHEDULE A

BUILD-A-BEAR WORKSHOP

TRADEMARKS - REGISTERED

Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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AUSTRALIA

MAX0028	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/03/1997	743021	09/03/1997	743021	REGISTERED	35
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35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items; greeting cards; novelties; books; compact discs; cassette recordings, video cassettes, mugs and candies

MAX0161	MATE CRATE	03/18/1999	788694	03/18/1999	788694	REGISTERED	28
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28 - toy playhouses and toy carrying cases for stuffed and plush toy animals

EUROPEAN UNION (CTM)

MAX0021	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/03/1997	621,334	01/05/1999	621334	REGISTERED	16,28,35 42
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16 - books, publications, newsletters, periodicals, stationery products, greeting cards, stickers and paper goods

28 - stuffed and plush toy animals, dolls and accessories, toys and games

35 - Business management consultancy, including assistance and advising in the establishment of retail store services in the field of stuffed and plush toy animals, dolls, and related accessories, toys and games, clothing, stationery items, greeting cards, novelties, ornamental pins, books, publications, newsletters, periodicals, stickers, paper goods, compact discs, cassette recordings, video cassettes, mugs and candies

42 - technical consultancy and advising in the establishment of retail stores in the field of stuffed and plush toy animals, dolls, and related accessories, toys and games, clothing, stationery items, greeting cards, novelties, ornamental pins, books, newsletters, publications, periodicals, stickers, paper goods, compact discs, cassette recordings, video cassettes, mugs and candies

MEXICO

MAX0047	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	02/24/1998	323,493	05/29/1998	578,165	REGISTERED	28
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28 - stuffed animals, dolls and accessories therefor

NEW ZEALAND

MAX0037	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/03/1997	281,889	11/13/1998	281889	REGISTERED	35
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35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items; greeting cards; novelties; books; compact discs; cassette recordings, video cassettes, mugs and candies

MAX0025	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/03/1997	281,890	11/13/1998	281890	REGISTERED	28
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28 - stuffed animals, dolls and accessories therefor, toys and games

TAIWAN

MAX0024	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/05/1997	86045962	05/01/1999	109165	REGISTERED	35
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35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items, greeting cards; novelties; books; compact discs; cassette recordings, video cassettes, mugs and candies

UNITED STATES

MAX0122	BEARTH CERTIFICATE	04/10/1996	75/086,226	04/08/1997	2,050,734	REGISTERED	29
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29 - stuffed toy animals

MAX0125	BEARTH CERTIFICATE and Design	09/28/1995	74/735,149	09/17/1996	2,001,349	REGISTERED	28
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28 - stuffed toy animals

MAX0058	BUY STUFF CLUB	02/09/1998	75/430,595	01/12/1999	2,217,419	REGISTERED	35
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35 - retail store services featuring a frequent shopper program

MAX0079	CHUBBY CUBBY	05/01/1998	75/478,410	05/04/1999	2,242,862	REGISTERED	28
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28 - stuffed toy animals and plush toy animals and accessories therefor

MAX0013	COLLECTIBEAN	03/07/1997	75/253,366	10/12/1999	2,285,982	REGISTERED	28,6
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28 - plush toy animals and stuffed toy animals and accessories therefor
6 - Novelty items, namely metal key rings

MAX0036	CUB CONDO	11/12/1997	75/389,038	10/12/1999	2,286,392	REGISTERED	28
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28 - toy playhouses and carrying cases for stuffed toy animals and plush toy animals and accessories therefor

MAX0014	FIND-A-BEAR	03/31/1997	75/266,154	09/21/1999	2,279,762	REGISTERED	42
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42 - security printing, namely, encoding and tagging identifying information on toys, stuffed and plush toy animals, and tracking services for the retrieval of such encoded products

MAX0093	LIL CUB	10/30/1998	75/580,289	12/07/1999	2,298,153	REGISTERED	28
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28 - Plush toy animals and stuffed toy animals

MAX0121	THE BEARRIFIC BEAR FACTORY	04/30/1996	75/096,492	06/17/1997	2,071,525	REGISTERED	42
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42 - stuffed animal retail store services

MAX0123	THE BEARRIFIC BEAR FACTORY	09/28/1995	74/735,152	09/03/1996	1,998,311	REGISTERED	28
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28 - stuffed toy animals

MAX0124	THE BEARRIFIC BEAR FACTORY and Design	09/28/1995	74/735,150	09/10/1996	1,999,863	REGISTERED	28
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28 - stuffed toy animals

BUILD-A-BEAR WORKSHOP

TRADEMARKS - PENDING

Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
AUSTRALIA							
MAX0153	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS . . . AND DES. II	05/10/1999	793776			PENDING	35
35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; retail store services in connection with the sale of toys, games, clothing, stationery items, greeting cards, novelties, books, compact discs, cassette records, video cassettes, mugs and candies							
MAX0195	CUB CONDO TRADE DRESS					MAILED	28,35
28 - toy playhouses and carrying cases for stuffed toy animals and plush toy animals and accessories therefor							
35 - retail store services, mail order services and mail order catalog services all in the fields of stuffed toy animals and plush toy animals and accessories therefor, compact disks, audio cassettes, jewelry, newsletters, pamphlets, and brochures for children, newsletters and brochures relating to stuffed and plush toy animals and dolls, carrying cases for plush toy animals, stuffed toy animals and accessories therefor, non-metal keychains and toys							
MAX0185	HEART IN A BEAR TRADE DRESS	09/10/1999	806796			PENDING	28,35
28 - toys and playthings, including plush animals and stuffed toy animals and dolls							
35 - retail store services in connection with the sale of plush toy animals, stuffed toy animals, dolls and related accessories; retail store services in connection with the sale of toys, games, clothing, stationery items, greeting cards, novelties, books, compact discs, cassette records, video cassettes, mugs and candies							
MAX0151	TEDDY BEAR CENTENNIAL	03/12/1999	788113			PENDING	28,35
28 - toys, including rubber action balls; action figures and accessories therefor; action skill games; mechanical action toys, electric action toys; action-type target games; toy airplanes; toy armor; balloons; toy banks; bath toys; toy clothing; bingo cards; toy building blocks; toy construction blocks; board games; toy boxes; toy cap pistols; card games; party favors in the nature of crackers or noise-makers; craft sets for decorating balloons; electronic dart games; dolls, doll clothing, doll costumes, accessories for dolls; electronic game equipment with a watch function; role playing game equipment in the nature of game book manual; equipment sold as a unit for playing card games; hand-held unit for playing electronic games and/or video games; parlor games; pinball-type games; role playing games; toy gliders; doll house furnishings; jigsaw puzzles; manipulative games and puzzles; crib mobiles, toy mobiles; scale model airplanes; model toy train sets; plush toy animals and figures and accessories therefor; toy model vehicles and related accessories sold as a unit; electronically-operated toy motor vehicles; musical toys; toy noisemakers; puppets; ride-on toys; soft sculptured toys; spinning toys; stuffed toy animals and figures and accessories therefor; toy swords; toy vehicles; baby multiple activity toys; infant action crib toys; non-riding transportation toys; party favors in the nature of small toys; plush toys; squeezable squeaking toys; water squirting toys; wind-up toys; ventriloquist's dummies; yo-yo's; toy zip guns; sporting goods, including golf bags; golf ball markers; golf balls; golf clubs; head covers for golf clubs; baseballs; basketballs; footballs; net balls; table tennis balls; tennis balls; volley balls; baseball bats, baseball gloves; softball bats; stationary exercise bicycles; road bicycles; gaming equipment, namely, chips and game wheels; poker chips; dart boards; softball gloves; hockey pucks; hockey gloves and pads; ice skates; roller skates and accessories therefor; skate boards; tennis racket presses; tennis racket covers; racquet balls and racquet ball racquets; quoits; sport balls; amusement park rides; tractors and sleds for use in down-hill amusement rides; Christmas tree ornaments; artificial Christmas trees and Christmas wreaths; Christmas tree skirts, stands and stand covers; costume masks; promotional game materials; lottery cards and tickets; teaching materials in the form of board and card games and stand alone video game machines; carrying cases for stuffed and plush toy animals and figures, dolls and other toys; toy furniture, toy clothing							
35 - retail services; distributorship services; retail services via a global communications network; mail order catalog services; advertising agency services; copying of documents for others; automobile dealerships; direct mail advertising; directory information; distributorship services; providing home shopping services in a wide variety of fields by means of television; promoting and conducting trade shows in a wide variety of fields; slogan cartoon and character licensing; theatrical ticket agencies							

Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
BRAZIL							
MAX0026	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	10/30/1997	820362565			PENDING	35
35 - 40.15 Retail store services in connection with the sale of stuffed animals, dolls and related accessories, toys and games, clothing, stationery items, greeting cards, novelties, books, compact discs, cassette recordings, video cassettes, mugs and candies							
MAX0154	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	06/01/1999	821686895			PENDING	35
35 - LC 40.15: retail store services in connection with the sale of stuffed animals, dolls and related accessories, toys and games, clothing, stationery items, greeting cards, novelties, books, compact discs, cassette recordings, video cassettes, mugs and candies							
CANADA							
MAX0106	BEAR BUCKS	04/23/1999	1012907			PENDING	CA
CA - gift certificates, scrip and cash equivalents used in connection with the sale of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies							
MAX0107	BEAREMY	04/22/1999	1012822			PENDING	CA1
CA1 - retail store services in connection with the sale of plush and stuffed toy animals and accessories therefor; charitable fundraising services; entertainment services, namely performances by an individual in a bear costume, and the providing of stuffed and plush toy animals to charitable and nonprofit institutions and children therefor							
MAX0108	BEARISM	04/22/1999	1012894			PENDING	CA,CA1
CA - CD Roms, audio cassettes, video cassettes, laser discs, and computer game cartridges; books, publications, newsletters, periodicals, stationery products, greeting cards, stickers and paper goods; handbags, tote bags, backpacks, carrying cases, wallets and purses; figurines, novelties and buttons; mugs, glasses and kitchenware; housewares, sheets, linens, towels, blankets and comforters; clothing and accessories therefor and aprons; toys, games, sporting goods, toys, figures, plush animals and stuffed animals and accessories therefor							
CA1 - retail store services; entertainment and educational services and mail order services, mail order catalog services, retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects, restaurant services, wholesale and distributorship services							
MAX0109	BEARY NEWSWORTHY	04/23/1999	1012893			PENDING	CA
CA - books, newsletters, magazines, pamphlets, and brochures relating to general information, games, puzzles, artwork and stories for children, and relating to animals and stuffed and plush toy animals; greeting cards; stickers; stationery products, namely writing paper and envelopes							
MAX0022	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/04/1997	855,203			ALLOWED	CA,CA1

CA - CD Roms, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; audio cassettes, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; video cassettes, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; laser discs, computer games and electronic games; books, publications, namely books, newsletters, magazines, posters, calendars, and brochures for children and books, newsletters, magazines, posters, calendars and brochures relating to stuffed toy animals, plush toy animals, and dolls; periodicals, stationery products, namely writing paper, envelopes, stickers and invitations; greeting cards, stickers and paper goods, namely paper plates, paper cups, and paper napkins; handbags, tote bags, backpacks, carrying cases, wallets and purses; figurines, novelties and buttons; mugs, glasses and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers; ; housewares, namely bed sheets, linens, towels, bed blankets and comforters, place mats and oven mitts, clothing and accessories therefor, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear, and aprons; toys, namely teddy bears and other stuffed toy animals, plush toy animals,

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA continued . . .

dolls and bath toys, pull toys, musical toys, miniature figurines, soft body infant toys, and positionable toy figures; games, namely board games and hand held units for playing electronic games; figures, namely ceramic figures; plush toy animals and stuffed toy animals and dolls and accessories therefor, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares

CA1 - retail store services in the field of stuffed toy animals and plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; entertainment services in the nature of parties for creating stuffed toy animals, plush toy animals, and dolls, and providing of party facilities therefore, and video and motion picture production and distribution, and radio and television programming and production and distribution thereof; mail order services in the field of stuffed toy animals and plush toy animals, and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise; mail order catalogue services in the field of stuffed toy animals, plush toy animals, and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise; retail services via a global computer network in the field of stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and information relating to stuffed toy animals, plush toy animals and dolls and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; providing information relating to various subjects via a global communications network, namely stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; wholesale and distributorship services in Canada in the field of stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise

MAX0146	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE AND DESIGN					MAILED	CA,CA1
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CA - CD Roms, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; audio cassettes, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; video cassettes, namely pre-recorded materials regarding teddy bears and other stuffed toy animals, plush toy animals, and dolls; laser discs, computer games and electronic games; books, publications, namely books, newsletters, magazines, posters, calendars, and brochures for children and books, newsletters, magazines, posters, calendars and brochures relating to stuffed toy animals, plush toy animals, and dolls; periodicals, stationery products, namely writing paper, envelopes, stickers and invitations; greeting cards, stickers and paper goods, namely paper plates, paper cups, and paper napkins; handbags, tote bags, backpacks, carrying cases, wallets and purses; figurines, novelties and buttons; mugs, glasses and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers; ; housewares, namely bed sheets, linens, towels, bed blankets and comforters, place mats and oven mitts, clothing and accessories therefor, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear, and aprons; toys, namely teddy bears and other stuffed toy animals, plush toy animals, dolls and bath toys, pull toys, musical toys, miniature figurines, soft body infant toys, and positionable toy figures; games, namely board games and hand held units for playing electronic games; figures, namely ceramic figures; plush toy animals and stuffed toy animals and dolls and accessories therefor, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares

CA1 - retail store services in the field of stuffed toy animals and plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; entertainment services in the nature of parties for creating stuffed toy animals, plush toy animals, and dolls, and providing of party facilities therefore, and video and motion picture production and distribution, and radio and television programming and production and distribution thereof; mail order services in the field of stuffed toy animals and plush toy animals, and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise; mail order catalogue services in the field of stuffed toy animals, plush toy animals, and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise; retail services via a global computer network in the field of stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and information relating to stuffed toy animals, plush toy animals and dolls and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; providing information relating to various subjects via a global communications network, namely stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares; wholesale and distributorship services in Canada in the field of stuffed toy animals, plush toy animals and dolls, and accessories therefore, namely toy clothing, toy jewelry, toy furniture, toy houses and toy housewares, and associated merchandise

MAX0110	BUILD-A-DOLL WORKSHOP	04/23/1999	1012892			PENDING	CA,CA1
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CA - novelties, namely keychains made of metal; CD-ROMs, audio cassettes, video cassettes, and laser discs relating to or regarding dolls and children, computer game cartridges, jewelry, namely earrings, necklaces, rings, bracelets and pendants; books, newsletters, magazines,

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to dolls; greeting cards, stickers and paper goods, namely paper plates, books, publications, newsletters, periodicals, stationery products, greeting cards, stickers and paper goods namely, paper plates, paper napkins; and publications, namely posters, and calendars; handbags, tote bags, backpacks, wallets and purses, and carrying cases for dolls and accessories therefor; ceramic figurines, novelties, namely non-metal keychains and novelty buttons; mugs, glasses and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers and pepper shakers; clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear, and aprons; dolls and accessories therefor; handheld units for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures soft body infant toys, positionable toy figures; board games

CA1 - mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to dolls; greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for dolls and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

MAX0127	BUILD-A-PARTY	04/26/1999	1013050			PENDING	CA1
CA1 - creating stuffed toy animals and plush toy animals and providing of party facilities therefor							
MAX0111	BUY STUFF CLUB	04/26/1999	1013057			PENDING	CA
CA - retail store services featuring a frequent shopper program							
MAX0112	COLLECTIBEAR	04/26/1999	1013051			PENDING	CA,CA1
CA - plush toy animals and stuffed toy animals and accessories therefor							
CA1 - entertainment services, namely a collectors' club for plush toy animals and stuffed toy animals							
MAX0113	COLLECTIBUNNY	04/26/1999	1013052			PENDING	CA
CA - plush toy animals and stuffed toy animals and accessories therefor							
MAX0114	CUB CONDO	04/26/1999	1013053			PENDING	CA
CA - toy playhouses and carrying cases for stuffed toy animals and plush toy animals and accessories therefor							
MAX0115	FIND-A-BEAR	04/26/1999	1013054			PENDING	CA1
CA1 - security printing, namely, encoding and tagging identifying information on toys, stuffed and plush toy animals, and tracking services for the retrieval of such encoded products							
MAX0181	HEART IN A BEAR TRADE DRESS	09/24/1999	1029874			PENDING	28,35
28 - plush animals and stuffed toy animals							
35 - retail store services featuring plush toy animals, stuffed toy animals and accessories							
MAX0126	LIL CUB	04/22/1999	1012823			PENDING	CA
CA - Plush toy animals and stuffed toy animals							
MAX0116	LOVE STUFF HEADQUARTERS	05/10/1999	1012824			PENDING	CA
CA - mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global communications network in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry, books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers, stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games, and candies							
MAX0117	ROLY POLY PANDA	04/23/1999	1012895			PENDING	CA
CA - Stuffed toy animals and plush toy animals							

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

MAX0118	STITCHED WITH LOVE	04/26/1999	1013055			PENDING	CA,CA1
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CA - CD Roms; audio cassettes, video cassettes, laser discs relating to or regarding dolls and children, computer game cartridges; jewelry, namely earrings, necklaces, rings, bracelets and pendants; books, magazines, pamphlets, and brochures for children and books, newsletters, magazines, and brochures relating to dolls; greeting cards, stickers and paper goods, namely paper plates, paper cups, and paper napkins, and publications, namely posters and calendars; handbags, tote bags, backpacks, wallets and purses, and carrying cases for dolls and accessories therefor; ceramic figurines, novelties, namely non-metal keychains and novelty buttons; mugs, glasses and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers and pepper shakers; clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear, and aprons; dolls and accessories therefor; hand held units for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

CA1 - retail store services; entertainment and educational services and mail order services; mail order catalog services, retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects, restaurant services, wholesale and distributorship services

MAX0119	TEDDY BEAR CENTENNIAL	04/22/1999	1012825			PENDING	CA,CA1
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CA - unexposed camera film, unexposed cinematographic film, sensitized photographic film, unexposed photographic film, photosensitive paper; peat; plant food; potting soil; artificial sweeteners.

house paint, paint for artists paint for model airplanes, model cars, model toys and the like; paints for arts and crafts, photocopier toner, and watercolor paints.

cosmetics and personal care and cleaning products, including skin soaps, perfume, cologne, essential oils for personal use; blushers, eye pencils, eye shadows, eyebrow pencils, eyeliners, foundation makeup, lipsticks, lip glosses, mascara and rouge; hair products, including shampoos, conditioners and lotions; dentifrice; skin lotions and creams; nail polish; potpourri; incense; sachets; bath products; sun tanning and blocking preparations; bubble baths, body lotions, body oils, toothpaste, dental floss, deodorants, cleaning preparations, cotton balls and cotton for cosmetic purposes, detergent soap, automatic dishwashing detergents, dishwashing detergents, disposable wipes for personal use, floor polish, furniture polish, glass cleaners, laundry detergent, laundry bleach; petroleum jelly for cosmetic and personal care purposes; baby powder; face powder; talcum powder; room fragrances; soaps for hand, body and face.

candles; fuel for motor vehicles, namely gasoline; automobile lubricants; motor oil.

baby food and formula; adhesive bandages; dietary and food supplements; vitamins; pharmaceutical preparations and over-the-counter medical preparations; air deodorants; air fresheners; analgesics; antacids; antibiotic creams and ointments; anti-histamines; aspirin; carpet deodorizes; contact lens cleaning solutions; contact lens solutions; contact lens wetting solutions; cough drops; cough expectorants; cough lozenges; cough syrups.

Aluminum foil, metal piggy banks, metal bells, safety deposit boxes, metal oil cans sold empty, metal cans sold empty, metal caps for bottles, metal chains, metal money clips not of precious metal, metal decorative boxes, fixed towel dispensers of metal, aluminum foil paper, metal key holders, metal holders for signboards, metal horseshoes, metal identification bracelets, metal key blanks, metal key fobs, metal key rings; door hardware, namely, keys and key cylinders, metal keys for locks; key chains made of metal; metal license plates, metal lock boxes, metal name badges; metal name plates, metal time capsules.

eyeglasses, sunglasses; eyeglass frames; pre-recorded video tapes, pre-recorded audio tapes, compact discs and video discs, all featuring music, dance, comedy, dramatic or non-dramatic productions, poetry, art, sports, physical fitness, stories for children and/or adults, history, culture, lifestyle and/or technology; batteries, battery packs, battery chargers, compact discs, computer buffers, computer disc drives, blank floppy computer discs, blank hard computer discs, computer furniture, computer hardware, computer interface boards, computer keyboards, computer memories, computer monitors, computer mouse, computer peripheral mouse pads, computer operating programs, computer printers, computer printer cartridges; blank magnetic computer tapes, computers and instructional manuals sold as a unit, electric converters, document scanners, modems; holders for compact discs, jackets for compact discs; cd-rom drives; computer software; personal electronic organizers; pre-paid magnetically encoded telephone calling cards; magnetically encoded credit and debit cards; neon, electric and luminous signs; video game interactive control floor pads or mats; video game cartridges; computer game cassettes; computer games cartridges; computer game equipment containing memory devices, namely, discs; computer game joysticks, programs and tapes; video game machines for use with televisions; computer game programs; video game joysticks virtual reality game software; cameras; radios; telephones; photographic equipment and accessories.

flash lights.

fireworks.

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

Jewelry, namely watches, pins, earrings, chains, necklaces, bracelets, rings, cuff links, shoe ornaments; piggy banks of precious metal; clocks; candle holders of precious metal.

address books, address labels, address plates; addressing machines; automatic adhesive dispensers for office use, adhesive tape dispensers for household or stationery use, adhesive tape and adhesives for stationery or household purposes; coin albums, photograph albums, scrapbook albums, stamp albums; storage albums for typewriter printwheels and typeballs; almanacs; announcement cards; printed survey answer sheets; appliques in the form of decals; archival storage pages; art etchings, art mounts, art paper, art pictures, art prints, graphic art reproductions, printed art reproductions; artists' brushes, arts and craft kits; paint kits; atlases; autograph books; pressure sensitive graphics for application to automobiles; printed awards; baby books; paper name badges; garbage bags of plastic or paper, general purpose plastic bags, grocery bags, merchandise bags, party paper bags, paper refuse bags, plastic trash bags, sandwich bags of paper or plastic, graphic art reproductions, printed art reproductions; artists' brushes, arts and craft kits; paint kits; atlases; autograph books; pressure sensitive graphics for application to automobiles; printed awards; baby books; paper name badges; garbage bags of plastic or paper, general purpose plastic bags, grocery bags, merchandise bags, party paper bags, paper refuse bags, plastic trash bags, sandwich bags of paper or plastic, trash bags, plastic food storage bags for household use; plastic or paper bags, envelopes and pouches for merchandise packaging; ball-point pens; paper banners; desk basket for desk accessories; paper bath mats, bathroom tissue; facial tissue; bibles; paper bibs; mechanical binder sets comprised of rings, dividers or folders, binders, loose leaf binders and paper; book bindings; black boards; packaging, namely, blister cards; blotters; blue prints; poster boards, art sketching boards, bristol boards, directory boards, drawing boards, illustration boards, magnetic boards, memorandum boards, mounting boards, paper illustration boards, paper boards, lap boards for reading and writing, slate boards for writing; bond paper; book covers, book holders, book plates, book rests, cloth for bookbinding, bookends; bookkeeping books and forms; bookmarks; account books, anniversary books, appointment books, business record books, cash receipt books, children's activity

books, children's books, coloring books, composition books, cook books, copy books, coupon books, data books, date books, dictation books, engagement books, exercise books, expense books, guest books, index books, ledger books, log books, memorandum books, note books, picture books, printed music books, receipt books, recipe books, score books; fiction books, non-fiction books; sketch books, song books, stenographers' note books, telephone number books, travel books, voucher books, wallcovering sample books; wedding books, wirebound books; cardboard boxes, corrugated record storage boxes, paper boxes; pencil and pen boxes and cases; stationery boxes, file boxes for storage of business or personal records; bumper stickers; business cards; paper cake decorations, calendar desk pads and stands, calendar stands, calendars; blank cards, Christmas cards, credit cards, debit cards without magnetic encoding, file cards, filing cards, flash cards, gift cards, greeting cards, note cards, occasion cards, playing cards and playing card cases, score cards, trading cards, trivia cards, cards bearing universal greetings; caricatures; cartoon prints, newspaper cartoons and comic strips; comic books; mail order catalogs; decorative paper centerpieces; bank checks, check books, check book and passbook wallets, checkbook covers and holders; clip boards; paper clips; patterns for making clothes, paper table cloths; coasters made of paper; computer game instruction manuals, computer paper; confetti; copy paper; corrugated containers; crayons; crepe paper; crossword puzzles; daily planners, date computer manuals; date indicators; decalcomanias, decals; desk pads, desk sets, desk file trays, desk stands and holders for pens, pencils and ink, desk top organizers and planners; disposable diapers; diaries, dictionaries, classified directories, hotel directories, telephone directories, rubber document stamps; paper doilies; drafting rulers, drafting triangles; drawing pencils; duplicating machines; easels; electric pencil sharpeners; paper emblems, printed emblems; embroidery design patterns; encyclopedias; envelopes; chalk erasers, erasers; etchings; paper expanding files, document file trays; paper flags; printing fonts; metallic gift wrap; grocery paper; paper handkerchiefs; coin holders; correspondence holders, document holders, paper sign holders, pen or pencil holders; paper hole punches; writing ink; label printing machine ribbons; luminous paper; paper mail pouches, cardboard mailing tubes; computer program manuals for games; maps; markers, stick markers, marking tabs; masking paper; modeling clay; newsletters; note pads, note paper; note books; numbering guides; opaque paper, personal organizers, organizers for stationery use; decorative pencil-top ornaments; inking pads; prescription reminder pads; score pads, scratch pads, sketch pads, stamp pads, writing pads; paint brushes, water color sets; painting sets for children, painting sets for artists, paintings, palettes for painting; adding machine paper, carbon paper, cleaning and polishing paper, construction paper, corrugated paper, craft paper, electrocardiograph paper, electrostatic paper, fiber paper, filler paper, filter paper, fluorescent paper, gummed paper, illustration paper, laminated paper, lining paper, luminous paper, magnetic paper, manifold paper, mimeograph paper, newsprint paper, onion skin paper, packing paper, parchment paper, plastic coated copying paper, printing paper, proofing paper, recycled paper, reproduction paper, safety paper, shelf paper, synthetic paper, tissue paper, toilet seat cover paper, tracing paper, typewriter paper, wax paper, wrapping paper, writing paper; paper blinds; paper closures for sealing containers; paper containers; paper cutters; gift wrapping paper, paper gift wrap bows, boxes and ribbons; paper maché figurines; paper party decorations, paper party hats; paper pennants; paper pillowcases; paper ribbons; paper shredders for office use; paper staplers; paper napkins, paper table cloths, paper table linens, paper towels, paper tray covers, paper trays, paper washcloths; paperweights; pencil sharpeners; pencils, artists' pencils, charcoal pencils, drawing pencils, pennants; pens, artists' pens, electric wood burning artists' pens, fountain pens, ink pens; photographic prints; photograph mounts and photographic croppers; picture postcards; plastic and paper place mats; personal planners; printed plans; stationery-type portfolios; postcards; printed labels not of textile; protective covers for sheets or paper and pages of books and the like; posters; publication paper; rubber bands; scrap-books, sheet music, sheet music stands; stationery, stationery boxes; stickers; T-squares; writing tablets; non-permanent tattoos; printed tickets; printing type; reference books.

Attaché cases; backpacks; bookbags; diaper bags; duffel bags; handbags; sports bags; billfolds; business card cases; credit card cases; key cases; cosmetic cases sold empty; chain purses; coin purses; fanny packs; animal leashes and collars; luggage; waist packs; pocketbooks; umbrellas, golf umbrellas and wallets; baby backpacks; trunks.

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

Furniture; mirrors; picture frames; plastic cake decorations; plastic flags; figurines; sculptures; carvings; statues; non-metal key chains; plastic bibs; corks for bottles, sleeping bags.

kitchenware, beverage glassware; dinnerware; fitted vanity cases; champagne and wine buckets; ice buckets; chocolate, cake, pastry and cookery molds; decorative crystal prisms; paper plates and cups; plastic plates and cups; drinking flasks; decorative stained glass; stamped glass; glass bowls; hair brushes and combs; napkin holders; toothpick holders; lunch boxes; pepper and salt mills; mugs; bottle openers; decorative ornaments of china, crystal, glass porcelain and/or terra cotta; pails; boxes for dispensing paper towels; perfume atomizers sold empty; decorative plates; statues and statuettes of china, crystal, earthenware, glass, porcelain and/or terra cotta; beverage stirrers; pre-moistened towelettes; drinking vessels; wastepaper baskets; non-woven fabric cosmetic wipes not made of paper; jars for jams and jellies made of earthenware, glass, porcelain, plastic and/or terra cotta; beer jugs; bakeware; non-metal piggy banks; flower baskets; portable beverage coolers and dispensers; bottles, sold empty; cake stands and servers; non-electric candelabras and candlesticks not of precious metal; canister sets; porcelain and earthenware, including plates, platters, dishes, bowls, cups, saucers, serving dishes and serving plates, paint buckets; butter dishes; pitchers; soap dispensers, toothpaste dispensers; paper cups, paper plates; plasticware.

oven mitts, towels, linens, comforters, blankets, wash clothes, sheets, bed linens, bath linens, household linens, textile napkins, textile wall hangings, bed spreads, table mats not of paper, pillows, pillow cases, pillow shams, pennants not of paper, pot holders, quilts, bed sheets, table cloths not made of paper, crib bumpers and crib canopies, cloth banners, fabrics.

men's, women's, and children's clothing, including pants, jeans, blouses, skirts, shorts, dresses, jackets, vests, coats, warm-up suits, ties, suits, t-shirts, sweatshirts, shirts, sweaters; footwear; hats, caps, berets, scarves, clothing belts, gloves, mittens; pajamas; bathrobes; nightgowns; aprons; cloth diapers.

Rugs, carpets, mats, floor coverings and wall hangings.

toys, including rubber action balls; action figures and accessories therefor; action skill games; mechanical action toys, electric action toys; action-type target games; toy airplanes; toy armor; balloons; toy banks; bath toys; toy clothing; bingo cards; toy building blocks; toy construction blocks; board games; toy boxes; toy cap pistols; card games; party favors in the nature of crackers or noise-makers; craft sets for decorating balloons; electronic dart games; dolls, doll clothing, doll costumes, accessories for dolls; electronic game equipment with a watch function; role playing game equipment in the nature of game book manual; equipment sold as a unit for playing card games; hand-held unit for playing electronic games and/or video games; parlor games; pinball-type games; role playing games; toy gliders; doll house furnishings; jigsaw puzzles; manipulative games and puzzles; crib mobiles, toy mobiles; scale model airplanes; model toy train sets; plush toy animals and figures and accessories therefor; toy model vehicles and related accessories sold as a unit; electronically-operated toy motor vehicles; musical toys; toy noisemakers; puppets; ride-on toys; soft sculptured toys; spinning toys; stuffed toy animals and figures and accessories therefor; toy swords; toy vehicles; baby multiple activity toys; infant action crib toys; non-riding transportation toys; party favors in the nature of small toys; plush toys; squeezable squeaking toys; water squirting toys; wind-up toys; ventriloquist's dummies; yo-yo's; toy zip guns; sporting goods, including golf bags; golf ball markers; golf balls; golf clubs; head covers for golf clubs; baseballs; basketballs; footballs; net balls; table tennis balls; tennis balls; volley balls; baseball bats, baseball gloves; softball bats; stationary exercise bicycles; road bicycles; gaming equipment, namely, chips and game wheels; poker chips; dart boards; softball gloves; hockey pucks; hockey gloves and pads; ice skates; roller skates and accessories therefor; skate boards; tennis racket presses; tennis racket covers; racquet balls and racquet ball racquets; quoits; sport balls; amusement park rides; tractors and sleds for use in down-hill amusement rides; Christmas tree ornaments; artificial Christmas trees and Christmas wreaths; Christmas tree skirts, stands and stand covers; costume masks; promotional game materials; lottery cards and tickets; teaching materials in the form of board and card games and stand alone video game machines; carrying cases for stuffed and plush toy animals and figures, dolls and other toys; toy furniture, toy clothing.

Butters; dairy-based food beverages, cheese; vegetable-based food beverages; milk; cooking oil; non-dairy creamer; ice cream, ice milk and frozen yogurt; dips and sauces; fish; canned fruits, dried fruits, frozen fruits, sliced fruits, preserved fruits; food game; jellies; jams; unflavored and unsweetened gelatins; frozen, prepared or packaged meals consisting primarily of meat, fish, poultry or vegetables; meat; processed nuts; poultry, seafood, shellfish; soup mixes, soups; cheese spreads, fruit-based spreads, meat-based spreads, vegetable-based spreads; tofu; eggs; peanut butter; processed foods.

flavoring additives for non-nutritional purposes; food additives for non-nutritional purposes for use as flavoring, ingredient or filler; bagels, bakery goods, bakery products, barbecue sauce; herbal food beverages; breakfast cereals; bubble gum; edible cake decorations, cakes, chocolate-based or custard-based fillings for cakes and pies; candied fruit, candied fruit snacks, candied nuts, candy, catsup; cereal based snack food, ready to eat cereal derived food bars, processed cereals; chewing gum; chocolate chips; corn chips, confectionery chips for baking; chocolate, chocolate syrup, chocolate topping, cocoa, cocoa mixes; coffee, grain or chicory based coffee substitutes; cones for ice cream, cookies; corn flakes, corn syrup, cracker combinations with cheese, crackers; custards; dough, doughnuts, frozen, prepared or packaged entrees consisting primarily of pasta or rice; extracts used as flavoring, (not including essential oils); farina, flavoring syrup, flour, frosting mixes, frostings; frozen confections, frozen custards, frozen yogurt; fruit ice, fruit pies, flavored and sweetened gelatin; gluten, granola, granola-based snack bars; herb teas for food purposes, herbal food beverages; honey; hot sauce; ice cream, ice cream substitute, ice milk, flavored ices; icing; licorice; non-medicated lozenges; macaroni, macaroni and cheese; pastas; rice; maple syrup; marinades; marshmallow topping, marshmallows, marzipan; matzo; mayonnaise; milkshakes, bases for making milkshakes; mustard; natural sweetener; noodles, oatmeal, processed oats, rolled oats, food package combinations consisting primarily of bread, crackers and/or cookies, pancake mixes, pancake syrup, pancakes; pasta; peanut butter confectionery chips; pies; pizza, pizza crust, pizza dough, pizza sauce, candy coated popcorn,

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

caramel popcorn, glazed popcorn, popped popcorn, processed popcorn, pretzels; puddings; ravioli; relish; rice; rice-based snack foods; salad dressings; salsa; salt; sauces; seasonings; processed semolina; sherbet, snack mix consisting primarily of crackers, pretzels, candied nuts, and/or popped popcorn; sorbet; spaghetti, spaghetti sauce; spices; stuffing mixes containing bread; sugar, natural sweeteners; tapioca; tea, tea-based beverages with fruit flavoring, vanilla; vinegar; waffles; processed wheat, wheat germ other than a dietary supplement; yeast; ziti; snack items and processed foods.

animal foodstuffs; dog biscuits; cat treats; fresh fruits; fresh herbs; malt for brewing and distilling; raw nuts; pet food; fresh vegetables; flower bulbs and seeds; oats; plants.

ale, brunswick ale, beer, malt beer and non-alcoholic beer, beer substitute containing less than point five percent alcohol; sweet cider, bottled water, non-carbonated soft drinks; carbonated soft drinks; carbonated water; fruit juice concentrates; concentrates, syrups or powders used in the preparation of soft drinks; essences for use in making soft drinks; extracts of hops for making beer; fruit drinks, fruit flavored soft drinks, fruit juices, fruit nectars, fruit punch, fruit-based soft drinks flavored with tea; ginger ale; tomato juice and vegetable juices used as beverages; lager; lemonade; essences for use in the manufacturing of liqueurs not in the nature of essential oils; malt liquor, malt beer; malt ale; mineral water; mum; extracts of unfermented must; unfermented grape must, unfermented preserved must; seltzer water, soda water, sports drinks, spring water; stout, malt syrup for beverages; de-alcoholized or non-alcoholized wines.

CA1 - retail services; distributorship services; retail services via a global communications network; mail order catalog services; advertising agency services; copying of documents for others; automobile dealerships; direct mail advertising; directory information; distributorship services; providing home shopping services in a wide variety of fields by means of television; promoting and conducting trade shows in a wide variety of fields; slogan cartoon and character licensing; theatrical ticket agencies.

Insurance, financial, monetary, banking and real estate services, including, credit card services; credit unions; financial planning services; financial investment in the field of securities and real estate; insurance agencies and insurance underwriting services in the fields of home, accident, business, life, accident, health, and casualty; administration of and organizing pre-paid health care plans; real estate agency services; telephone calling card services; stock brokerage services; traveler's check issuance services; automated teller machine services.

Telecommunications services, including radio and television broadcasting; broadcasting via a global communications network; electronic mail services; paging services; pay per view television transmission services; telephone communication services; video broadcasting. Laundry services and diaper cleaning services.

Transport, packaging and storage of goods, travel arrangement services, including air transportation; automobile rental and leasing services; boat cruises; travel clubs; food delivery services; parcel delivery services; delivery of goods by means of truck and air; emergency auto towing; tour guide services; travel information services; moving van services; public utility services; railway transport services; travel booking agencies; travel clubs; arranging of travel tours.

Treatment of materials, including photographic film finishing and development services.

entertainment and educational services, including video and motion picture production and distribution, radio and television production and distribution thereof; entertainment in the nature of sporting events; book publishing services; conducting exhibitions in a wide variety of fields; entertainment in the nature of television and radio programs, amusement park rides; on-line computer games, musical concerts, live performances by a musical band; amusement parks; nursery schools; conducting parties for others; health club services; museums; movie theaters; recording studio services; arranging for ticket reservations for shows and other events; zoos

child care centers; medical clinics and hospital services; motor clubs; news and features distribution; health resorts and spas, health maintenance organizations; retirement home services; lawn care services; portrait photography services; printing services; hair salons; monitoring of burglar security alarms; travel agency services; hotel services; restaurant services providing multiple-user access to a global computer information network for the transfer and dissemination of a wide range of information; leasing or providing access time to computer data bases/web sites/home pages of others in a wide variety of field(s) by means of a global computer network; providing information in a wide variety of fields by means of a global computer information network; computer services, namely providing on-line publications in a wide variety of fields.

MAX0120	TEDDYLOGY	04/26/1999	1013056			PENDING	CA1
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CA1 - educational services, namely providing training and instruction in regard to staffing and operating retail stores in connection with the manufacture and sale of stuffed toy animals and plush toy animals and accessories therefor

Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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CANADA *continued*

CHINA

MAX0027	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	02/17/1998	9800012693			PENDING	28
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28 - stuffed toy animals, plush toy animals, dolls, and accessories therefor, namely toy clothing and toy jewelry; toys and games

MAX0072	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	02/17/1998	9800012694			PENDING	35
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35 - Commercial management assistance; commercial organization consultation; business investigations; commercial information agencies; commercial marketing research; TV commercial advertising; organizing commercial or advertising exhibition; promoting sales; importing and exporting agencies; supplying the statistic information

MAX0149	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES.II	06/24/1999	0099971724			PENDING	28
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28 - Stuffed toy animals, plush toy animals, dolls and accessories therefore, namely toy jewelry, toy clothing and toy playhouses, accessories therefore, toys and games, namely computer games, board games and parlor games

WHERE BEST FRIENDS. . . AND
DES.II

35 - commercial management assistance; commercial organization consultation; business investigations; commercial information agencies; commercial marketing research; TV commercial advertising; organizing commercial or advertising exhibitions; promotion sales; importing and exporting agencies; supplying the statistic information

EUROPEAN UNION (CTM)

MAX0094	BUILD-A-BEAR WORKSHOP and Design	12/01/1998	1010834			PENDING	14,16,18 20,21,24 25,28,35 41,42,6 9,26,39
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14 - Jewelry, namely earrings, necklaces, rings, bracelets and pendants

16 - Books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper napkins; and publications, namely posters, and calendars

18 - -- handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor

20 - ceramic figurines; novelties, namely non-metal keychains

21 - mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, paper plates, paper cups, salt shakers, and pepper

24 - housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts

25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons

28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

35 - mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies; assistance and advising in the establishment of retail services via a global computer network

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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EUROPEAN UNION (CTM) *continued*

41 - entertainment services in the nature of parties for creating stuffed toy animals and plush toy animals and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof;

42 - Administrative processing of orders in connection with services featuring stuffed toy animals and plush toy animals, dolls and accessories therefor and rendered by mail order company; and technical consultancy and advising in the establishment of retail store, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books newsletters, magazines, pamphlets, and brochures for children; books animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers; housewares, namely bed sheets, bed lines, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies; technical consultancy and advising in the establishment of retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects

6 - Novelties, namely key chains made of metal

9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals and plush toy animals; and computer game cartridges

26 - novelty buttons

39 - delivery of goods by mail order

MAX0190	CUB CONDO TRADE DRESS	10/07/1999	1337831			PENDING	28,41
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28 - toy playhouses and carrying cases for plush and stuffed toy animals and accessories therefor

41 - entertainment services featuring the creation of plush and stuffed toy animals

MAX0180	FLUFF AND STUFF	09/01/1999	1296615			PENDING	35,41,42
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35 - business management consultancy, including assistance and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

41 - entertainment services featuring the creation of plush toy animals

42 - technical consultancy and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

MAX0182	HEART IN A BEAR TRADE DRESS					MAILED	28,35,41 42
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28 - stuffed and plush toy animals

35 - Business management consultancy, including assistance and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

41 - entertainment services featuring the creation of plush and stuffed toy animals

42 - technical consultancy and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

MAX0214	HEART STUFF and Design					MAILED	28,35,41
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28 - stuffed and plush toy animals

35 - business management consultancy, including assistance and advising in the establishment of retail store services featuring stuffed toy animals and accessories therefor, dolls and accessories therefor, photographic prints, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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EUROPEAN UNION (CTM) *continued*

41 - entertainment services featuring the creation of plush and stuffed toy animals

MAX0099	STORE FRONT DESIGN	11/27/1998	1001817			PENDING	35,42
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35 - Business management consultancy, including assistance and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

42 - Technical consultancy and advising in the establishment of retail store services featuring photographic prints, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

MAX0168	TEDDY BEAR CENTENNIAL	08/05/1999	1268812			PENDING	25,28
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25 - men's, women's, and children's clothing, including pants, jeans, blouses, skirts, shorts, dresses, jackets, vests, coats, warm-up suits, ties, suits, t-shirts, sweatshirts, shirts, sweaters; footwear; hats, caps, berets, scarves, clothing belts, gloves, mittens; pajamas; bathrobes; nightgowns; aprons; cloth diapers

28 - toys, including rubber action balls; action figures and accessories therefor; action skill games; mechanical action toys, electric action toys; action-type target games; toy airplanes; toy armor; balloons; toy banks; bath toys; toy clothing; bingo cards; toy building blocks; toy construction blocks; board games; toy boxes; toy cap pistols; card games; party favors in the nature of crackers or noise-makers; craft sets for decorating balloons; electronic dart games; dolls, doll clothing, doll costumes, accessories for dolls; electronic game equipment with a watch function; role playing game equipment in the nature of game book manual; equipment sold as a unit for playing card games; hand-held unit for playing electronic games and/or video games; parlor games; pinball-type games; role playing games; toy gliders; doll house furnishings; jigsaw puzzles; manipulative games and puzzles; crib mobiles, toy mobiles; scale model airplanes; model toy train sets; plush toy animals and figures and accessories therefor; toy model vehicles and related accessories sold as a unit; electronically-operated toy motor vehicles; musical toys; toy noisemakers; puppets; ride-on toys; soft sculptured toys; spinning toys; stuffed toy animals and figures and accessories therefor; toy swords; toy vehicles; baby multiple activity toys; infant action crib toys; non-riding transportation toys; party favors in the nature of small toys; plush toys; squeezable squeaking toys; water squirting toys; wind-up toys; ventriloquist's dummies; yo-yo's; toy zip guns; sporting goods, including golf bags; golf ball markers; golf balls; golf clubs; head covers for golf clubs; baseballs; basketballs; footballs; net balls; table tennis balls; tennis balls; volley balls; baseball bats, baseball gloves; softball bats; stationary exercise bicycles; road bicycles; gaming equipment, namely, chips and game wheels; poker chips; dart boards; softball gloves; hockey pucks; hockey gloves and pads; ice skates; roller skates and accessories therefor; skate boards; tennis racket presses; tennis racket covers; racquet balls and racquet ball racquets; quoits; sport balls; amusement park rides; tractors and sleds for use in down-hill amusement rides; Christmas tree ornaments; artificial Christmas trees and Christmas wreaths; Christmas tree skirts, stands and stand covers; costume masks; promotional game materials; lottery cards and tickets; teaching materials in the form of board and card games and stand alone video game machines; carrying cases for stuffed and plush toy animals and figures, dolls and other toys; toy furniture, toy clothing

MAX0197	TOY ARMOIRE DESIGN	11/18/1999	1387828			PENDING	28,35,41
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28 - toy furniture and carrying cases for toy clothing

35 - business management consultancy, including assistance and advising in the establishment of retail store services featuring stuffed and plush toy animals and dolls and related accessories, photographic prints, electronic musical devices, sound recordings, video cassettes, compact discs, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and ornamental pins

41 - entertainment services in the nature of creating stuffed and plush toy animals and dolls

MAX0186	TRAVELING TEDDY	09/30/1999	1328699			PENDING	28
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28 - stuffed toy animals and plush toy animals and accessories therefor

HONG KONG

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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MAX0134	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	04/01/1999	04037/1999			PENDING	35
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Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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HONG KONG *continued*

35 - Mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global computer network, all in the fields of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

MAX0132	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	04/01/1999	04036/1999			PENDING	28
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28 - Plush toy animals and stuffed toy animals and dolls and accessories therefor; games; toys, namely, bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

ISRAEL							
MAX0163	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	08/05/1999	129768			PENDING	28

28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games; sporting goods

MAX0179	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	08/05/1999	129769	PENDING	35		
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35 - mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global communication network

JAPAN							
MAX0145	BEAR BUCKS	07/19/1999	11-64022			PENDING	16

16 - gift certificates, scrip and cash equivalents used in connection with the sale of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

MAX0136	BEAREMY	07/19/1999	11-64023			PENDING	35,36,41
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35 - Retail store services in connection with the sale of plush and stuffed toy animals and accessories therefor

36 - Charitable fundraising services

41 - Entertainment services, namely performances by an individual in a bear costume, and the providing of stuffed and plush toy animals to charitable and nonprofit institutions and children therefor

MAX0137	BEARISM	07/19/1999	11-64024			PENDING	16
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16 - books, publications, newsletters, periodicals, stationery products, greeting cards, stickers and paper goods

MAX0029	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	12/08/1997	9-183122			PENDING	16,28
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16 - All goods; novelties, namely keychains and novelty buttons

28 - game machines; billiard equipment; Go game equipment (Japanese board game); Shogi game equipment (Japanese chess); dice; Sugoroku games (Japanese parcheesi); dice cups; diamond games; chess games; checkers; conjuring apparatus; dominoes; mahjong equipment; toys & dolls

Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
JAPAN continued							
MAX0138	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	07/19/1999	11-64021			PENDING	16,28
16 - all goods; novelties, namely keychains and novelty buttons							
28 - game machines; billiard equipment; go game equipment (Japanese board game); Shogi game equipment (Japanese chess); dice; Sugoroku games (Japanese parcheesi); dice cups; diamond games; chess games; checkers; conjuring apparatus; dominoes; mahjong equipment; toys & dolls							
MAX0139	COLLECTIBEAR	07/19/1999	11-64025			PENDING	28,41
28 - plush toy animals and stuffed toy animals and accessories therefor							
41 - entertainment services, namely, a collectors' club for toy animals and stuffed toy animals							
MAX0140	CUB CONDO	07/19/1999	11-64026			PENDING	28
28 - toy playhouse and carrying cases for toy stuffed toy animals and plush toy animals and accessories therefor							
MAX0199	CUB CONDO DESIGN (TRADE DRESS)	12/03/1999	0000			PENDING	28,41
28 - toys and dolls							
41 - educational and instructional services for making stuffed toys; demonstration for making stuffed toys; planning/management/promotion of workshops for making stuffed toys							
MAX0141	FIND A BEAR	07/19/1999	11-64027			PENDING	42
42 - security printing, namely, encoding and tagging identifying information on toys, stuffed toys, and tracking services for the retrieval of encoded stuffed toys							
MAX0212	HEART IN A BEAR TRADE DRESS					MAILED	28,41
28 - game machines, billiard equipment; go game equipment (Japanese board game); Shogi game equipment (Japanese chess); dice; Sugoroku games (Japanese parcheesi); dice cups; diamond games; chess games; checkers, conjuring apparatus; dominoes; mahjong equipment; toys and dolls							
41 - educational or instructional services for making stuffed toys; demonstration for making stuffed toys; planning/management/promotion for workshops for making stuffed toys							
MAX0142	LIL CUB	07/19/1999	11-64028			PENDING	28
28 - plush toy animals and stuffed toy animals							
MAX0143	ROLY POLY PANDA	07/19/1999	11-64029			PENDING	28
28 - stuffed toy animals and plush toy animals							
MAX0221	STORE FRONT DESIGN					MAILED	40,41
40 - making stuffed toys							
41 - educational or instructional services for making stuffed toys; demonstration for making stuffed toys; planning/management/promotion for workshops for making stuffed toys							
MAX0144	TEDDY BEAR CENTENNIAL	07/19/1999	11-64030			PENDING	28
28 - toys, including rubber action balls; action figures and accessories therefor; action skill games; mechanical action toys, electric action toys; action-type target games; toy airplane; toy armor; balloons; toys banks; bath toys; toy clothing; bingo cards; toy building blocks; toy construction blocks; board games; toy boxes; toy cap pistols; card games; party favors in the nature of crackers or noise-makers; craft sets for decorating balloons; electronic dart games; dolls, doll clothing, doll costumes, accessories for dolls; electronic game equipment with a watch function; role playing game equipment in the game book manual; equipment sold as a unit for playing card games; hand-held unit for playing electronic games and/ or video games; parlor games; pinball-type games; role playing games; toy gliders; doll house furnishings; jigsaw puzzles; manipulative games and puzzles; crib mobiles; scale model airplane; model toy train sets; plush toy animals and figures and accessories therefor; toy model vehicles and related accessories sold as a unit; electronically-operated toy motor vehicles; musical toys; toy noisemakers; puppets; ride-on toys; soft sculptured toys; spinning toys; stuffed toy animals and figures and accessories therefor; toy swords; toy vehicles; baby multiple activity toys; infant action crib toys; non-riding transportation toys; party favors in the nature of small toys; plush toys;							

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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JAPAN continued

squeezable squeaking toys; water squirting toys; wind-up toys; ventriloquist's dummies; yo-yo's; toys zip guns; sporting goods, including golf bags; golf ball markers; golf balls; golf clubs; head covers for golf clubs; baseballs; basketballs; footballs; net balls; table tennis balls; volley balls; baseball bats; baseball gloves; softball bats; stationary exercise bicycles; road bicycles; gaming equipment, namely, chips and game wheels; poker chips; dart boards; softball gloves; hockey pucks, hockey gloves and pads; ice skates; roller skates and accessories therefor; skate boards; tennis racket covers; racquet balls and racquet ball racquets; quoits; sport ball; amusement park rides; tractors and sleds for use in down-hill amusement rides; christmas tree ornaments; artificial Christmas trees and Christmas wreaths; Christmas tree skirts, stands and stand covers; costume masks, promotional game materials; lottery cards and tickets, teaching materials in the form of board and card games stand alone video game machines; carrying cases for stuffed and plush toy animals and figures, dolls and other toys; toy furniture, toy clothing.

JORDAN							
MAX0130	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	04/11/1999	55548			PENDING	16

16 - printed matter, books, magazines, brochures, and newsletters for children, and printed matter, books, magazines, brochures, newsletters in the fields of stuffed toy animals and plush toy animals and accessories therefor; stationery, stickers, greeting cards, posters, and calendars.

MAX0131	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	04/11/1999	55549			PENDING	28
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28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

MEXICO							
MAX0076	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	02/24/1998	323,494			PENDING	42

42 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items; greeting cards; novelties; books; compact discs; cassette recordings, video cassettes, mugs and candies

MAX0147	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	06/03/1999	377,646			PENDING	28
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28 - stuffed animals, dolls and accessories therefor, toys and games

MAX0148	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	06/03/1999	337,647			PENDING	42
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42 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items; greeting cards; novelties, books, compact discs; cassette recordings, video recordings video cassettes, mugs and candies

POLAND							
MAX0048	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	11/14/1997	Z-180148			PENDING	28,35

28 - stuffed animals, dolls and accessories therefor, toys and games

35 - Advertising services in connection with retail store services; the bringing together, for the benefit of others of a variety of goods (excluding the transport thereof), enabling consumers to conveniently view and purchase those goods

MAX0157	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	06/02/1999	Z-202832			PENDING	28,35
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Build-A-Bear Workshop
Trademark Report by Country

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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POLAND *continued*

28 - stuffed animals, dolls, and accessories therefor, toys and games

35 - advertising services, in connection with retail store services; the bringing together, for the benefit of others, of a variety of goods (excluding the transport thereof), enabling consumers to conveniently view and purchase those goods

SAUDI ARABIA

MAX0170	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	10/13/1999	60455			PENDING	28
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28 - games and playthings; gymnastic and sporting articles not included in other classes; decorations for Christmas trees

MAX0171	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	10/13/1999	60456			PENDING	35
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35 - advertising; business management; business administration; office functions; and the bringing together, for the benefit of others, of a variety of goods (excluding the transport thereof), enabling customers to conveniently view and purchase those goods

SINGAPORE

MAX0162	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	07/03/1999	T/9906863/F			PENDING	28
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28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games; sporting goods

MAX0169	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II	07/03/1999	T99/06863D			PENDING	35
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35 - Mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global computer network, featuring stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

SOUTH AFRICA

MAX0083	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE					MAILED	28,35
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28 - stuffed animals, dolls and accessories therefor, toys and games

35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories; toys and games; clothing; stationery items; greeting cards; novelties; books; compact discs; cassette recordings, video cassettes, mugs and candies

SOUTH KOREA

MAX0133	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	04/13/1999	814/1999			PENDING	28,35
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28 - Plush toy animals and stuffed toy animals and dolls and accessories therefor; games; toys, namely, bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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SOUTH KOREA *continued*

35 - Mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global computer network, all in the fields of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

TAIWAN

MAX0023	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	09/05/1997	86045961			PENDING	28
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28 - accessories for stuffed animals and dolls, namely, toy clothing, toy jewelry, toy housewares, toy houses, toy carrying cases, toy kitchenware, and toy furniture

MAX0155	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES.II	05/20/1999	88024111			PENDING	28
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28 - stuffed animals, dolls and accessories for stuffed animals and dolls, namely toy clothing, toy jewelry, toy housewares, toy houses, toy carrying cases, toy kitchenware, and toy furniture, toys, games, namely board games

MAX0156	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES.II	05/20/1999	88024112			PENDING	35
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35 - retail store services in connection with the sale of stuffed animals, dolls and related accessories, toys and games, clothing, stationery items, greeting cards, novelties, books, compact discs, cassette recordings, video cassettes, mugs and candies

UNITED ARAB EMR

MAX0196	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS. . . AND DES. II					MAILED	28
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28 - plush toy animals and stuffed toy animals and dolls and accessories therefor

UNITED STATES

MAX0152	A PAWSITIVELY FUN FAMILY EXPERIENCE	05/21/1999	75/711,771			PENDING	35
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35 - Mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global computer network, all in the fields of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

MAX0060	AIR BATH DESIGN	02/23/1998	75/438,439			PENDING	35
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35 - Retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
MAX0065	ALL THE NEWS THAT'S BROUGHT TO BEAR	02/20/1998	75/438,039			PENDING	16,42
16 - books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper napkins; posters, and calendars							
42 - providing information via a global computer network relating to a wide variety of fields							
MAX0166	AMAZING BEARLIN	07/26/1999	75/763,895			PENDING	28
28 - toys and play things, namely folded pieces of plastic or paper that fit on a child's hand and guides the child through various activities as the child repositions the piece							
MAX0070	AUDIO SHELF SOUND STATION DESIGN	02/13/1998	75/434,463			PENDING	35
35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals and plush toy animals, stickers, stationery products, namely invitations, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies							
MAX0216	BABW	01/20/2000	75/899,146			PENDING	28,35
28 - stuffed and plush toy animals							
35 - retail store services, mail order catalog services, and retail services via a global computer network all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins							
MAX0217	BABW and Design (Paw Print)	01/20/2000	75/899,148			PENDING	28
28 - stuffed and plush toy animals and accessories therefor							
MAX0081	BEAR BUCKS	06/05/1998	75/497,034			PENDING	16
16 - gift certificates, scrip and cash equivalents, namely retail credit vouchers used in connection with the sale of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact discs, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, namely paper party hats, paper party decorations, and party favors in the nature of small toys, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies							
MAX0064	BEAR CENTENNIAL	02/20/1998	75/438,040			PENDING	16,28,35 42
16 - books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper napkins; posters, and calendars							
28 - plush toy animals and stuffed toy animals and dolls and accessories therefor, namely, toy umbrellas and parasols, toy pom-poms, toy neckties, toy hair barrettes, toy eyeglasses, toy purses, toy handbags, toy back packs, toy briefcases, toy carrying cases, toy earrings, toy necklaces, toy rings, toy bracelets, toy pendants; and toy clothing, namely shirts, T-shirts, sweatshirts, caps, shoes, hats, bonnets, veils, socks, sleepwear, underwear, pants, jackets, coats, raincoats, footwear, shorts, skirts, dresses, swimwear, aprons; handheld unit for playing electronic games; toys, namely, bath toys, pull toys, musical toys, toy miniature figures, soft body infant toys, positionable toy figures; and board games							
35 - retail store services and retail store services via a global computer network featuring stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to teddy bears and other stuffed toy animals, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non metal key chains and candy							

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
42 - providing information via a global computer network relating to a wide variety of fields; Providing multiple-user access to a global computer information network for the transfer and dissemination of a wide range of information							
MAX0165	BEAR REPAIR HOSPITAL	07/22/1999	75/764,120			PENDING	35
35 - retail store services in connection with fixing and refurbishing of plush and stuffed toy animals and accessories therefor							
MAX0192	BEAR STUFF	10/28/1999	75/835,815			PENDING	35
35 - retail store services, mail order catalog services, and retail store services via a global computer network, all featuring stuffed and plush toy animals and accessories therefor, dolls, and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins							
MAX0057	BEAR UNIVERSITY	02/09/1998	75/430,593			PENDING	25,28
25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, shoes, footwear, shorts and swimwear							
28 - plush toy animals and stuffed toy animals and accessories therefor							
MAX0160	BEAR-A-LOG	06/07/1999	75/723,826			PENDING	35
35 - mail order, mail order and telephone catalog services, and retail services via a global communication network, all in the field of stuffed toy animals and plush toy animals, dolls, and accessories therefor; compact disks, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies							
MAX0172	BEARARMOIRE	08/16/1999	75/776,418			PENDING	28
28 - toy furniture and carrying cases for toy clothing							
MAX0174	BEARARMOIRE DESIGN	08/17/1999	75/782,914			PENDING	28,35
28 - toy furniture and carrying cases for toy clothing							
35 - mail order, retail store, mail order catalog services, wholesale and distributorship services, retail services via a global computer network all in the field of plush toy animals and stuffed toy animals and accessories therefor; compact disks, audio cassettes, jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals, greeting cards; stickers; invitations, carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; clothing; toys and board games; candies							
MAX0091	BEAREMY	11/18/1998	75/591,251			PENDING	35,36,41
35 - Retail store services in connection with the sale of plush and stuffed toy animals and accessories therefor							
36 - Charitable fundraising services							
41 - Entertainment services, namely performances by an individual in a bear costume, and the providing of stuffed and plush toy animals to charitable and nonprofit institutions and children therefor							
MAX0189	BEAREMY	10/18/1999	75/829,777			PENDING	28
28 - stuffed and plush toy animals							
MAX0220	BEARISH					MAILED	16
16 - publications, newsletters, books, stationery, stickers, pens, pencils, writing paper, note cards, greeting cards							
MAX0019	BEARISM	08/04/1997	75/335,759			PENDING	6,9,16 20,21,25 28,35,41 42
6 - novelties, namely key chains made of metal							
9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals and plush toy animals; and computer game cartridges							
16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to							

Build-A-Bear Workshop
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REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and printed invitations; paper goods, namely paper napkins; and publications, namely posters, and calendars							
20 - ceramic figurines; novelties, namely non-metal keychains and novelty buttons							
21 - mugs, drinking glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, pepper shakers, paper plates, and paper cups;							
25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons							
28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; hand-held unit for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games							
35 - retail services via a global computer network in the fields of stuffed toy animals and plush toy animals, dolls and accessories therefor, CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry; books, newsletters, magazines, pamphlets, and brochures for children, books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards, stickers, stationery products namely, writing paper, envelopes and printed invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons, mugs, drinking glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games and candies							
41 - entertainment services in the nature of parties for creating stuffed toy animals and plush toy animals and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof							
42 - providing information in a wide variety of fields by means of a global computer information network							
MAX0215	BEARITAGE	12/30/1999	75/884,783			PENDING	28,35
28 - stuffed and plush toy animals							
35 - retail store services, mail order catalog services, and retail services via a global computer network all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins							
MAX0203	BEARRIFIC	12/01/1999	75/862,178			PENDING	35
35 - retail store services, mail order catalog services, and retail services via a global computer network all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins; and employee award programs to promote quality and productivity							
MAX0187	BEARY LUCKY CASINO	09/28/1999	75/809,839			PENDING	28
28 - stuffed and plush toy animals and accessories therefor							
MAX0006	BEARY NEWSWORTHY	02/18/1997	75/245,814			ALLOWED	16,42
16 - books, newsletters, magazines, pamphlets, and brochures relating to general information, games, puzzles, artwork and stories for children, and relating to animals and stuffed and plush toy animals; greeting cards; stickers; stationery products, namely writing paper and envelopes							
42 - providing information relating to various subjects via a global computer network, providing access through a global computer network to an interactive computer database in regard to various subjects							
MAX0191	BROWSE-A-BEAR	10/28/1999	75/835,823			PENDING	35
35 - mail order catalog services, and retail services via a global computer network, all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins							
MAX0005	BUILD-A-BEAR WORKSHOP	02/18/1997	75/245,812			PENDING	14,16,18 20,21,24 25,26,28 35,41,42 6,9
14 - jewelry, namely earrings, necklaces, rings, bracelets and pendants;							
16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper plates, paper cups, paper napkins; and publications, namely posters, and calendars							

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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UNITED STATES *continued*

18 - handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor
20 - ceramic figurines

21 - mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers

24 - housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts

25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons

26 - novelties, namely non-metal keychains and novelty buttons

28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

35 - mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

41 - entertainment services in the nature of parties for creating stuffed toy animals and plush toy animals and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof

42 - retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects

6 - novelties, namely key chains made of metal

9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals and plush toy animals; and computer game cartridges

MAX0031	BUILD-A-BEAR WORKSHOP & DESIGN	11/27/1997	75/379,674		ALLOWED	35
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35 - retail store services for the sale of photographic prints, electronic musical devices, sound recordings, CD-roms, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

MAX0017	BUILD-A-BEAR WORKSHOP & DESIGN	06/02/1997	75/301,709		PENDING	14,16,18 20,21,24 25,28,35 41,42,6 9
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14 - jewelry, namely earrings, necklaces, rings, bracelets and pendants

16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper plates, paper cups, paper napkins; and publications, namely posters, and calendars

18 - handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor
20 - ceramic figurines; novelties, namely non-metal keychains and novelty buttons

21 - mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers

24 - housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts

25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons

28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

35 - mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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UNITED STATES *continued*

41 - entertainment services in the nature of parties for creating stuffed toy animals and plush toy animals and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof

42 - retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects

6 - novelties, namely key chains made of metal

9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals and plush toy animals; and computer game cartridges

MAX0208	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS . . . & MEDALLION DES.	12/29/1999	75/883,075			PENDING	35
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35 - retail store services, mail order catalog services, and retail services via a global computer network all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins

MAX0066	BUILD-A-BEAR WORKSHOP WHERE BEST FRIENDS ARE MADE	02/20/1998	75/438,038			PENDING	35
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35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals and plush toy animals, stickers, stationery products, namely invitations, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies

MAX0088	BUILD-A-BUG	09/21/1998	75/557,108			PENDING	28,35
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28 - stuffed toy animals and plush toy animals

35 - mail order services, retail store services, mail order catalog services, retail services via a global computer network in the fields of stuffed toy animals and plush toy animals, dolls and accessories therefor, CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry; books, newsletters, magazines, pamphlets, and brochures for children, books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards, stickers, stationery products namely, writing paper, envelopes and printed invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons, mugs, drinking glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games and candies

MAX0015	BUILD-A-DOLL WORKSHOP	05/10/1997	75/272,137			PENDING	6,9,14 16,18,20 21,25,28 35,41,42
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6 - novelties, namely key chains made of metal

9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding dolls and children; and computer game cartridges

14 - jewelry, namely earrings, necklaces, rings, bracelets and pendants

16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely, paper napkins; and publications, namely posters, and calendars

18 - handbags, tote bags, backpacks, wallets, and purses

20 - ceramic figurines; novelties, namely non-metal key chains

21 - mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; and paper goods, namely paper plates and paper cups

25 - clothing, namely shirts, T-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons

28 - dolls and accessories therefor; handheld unit for playing electronic games; toys, namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games; and carrying cases for dolls and accessories therefor

35 - mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global computer network in the field of dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to dolls;

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; carrying cases for dolls and accessories therefor; ceramic figurines, metal and non-metal key chains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; house wares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies							
41 - entertainment services in the nature of parties for creating dolls and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof							
42 - providing information relating to various subjects by means of a global computer network							
MAX0074	BUILD-A-GRAM	03/03/1998	75/443,984			ALLOWED	35,39
35 - mail order services, telephone order services, and electronic and computerized on-line retail services, all featuring stuffed and plush toy animals and dolls and accessories therefor							
39 - for message delivery services accompanied by a stuffed or plush toy animal and accessories therefor							
MAX0173	BUILD-A-MONSTER	08/17/1999	75/729,915			PENDING	35
35 - retail store services, mail order services, mail order catalog services, and retail services via a global computer network, all in the field of plush toy animals and stuffed toy animals and accessories therefor; compact disks, audio cassettes, jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals, greeting cards; stickers; invitations, carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; clothing; toys and board games; candies.							
MAX0059	BUILD-A-PARTY	02/02/1998	75/426,819			PENDING	41
41 - creating stuffed toy animals and plush toy animals and providing of party facilities therefor							
MAX0092	BUILD-A-SMILE	10/23/1998	75/576,840			PENDING	35,40
35 - retail store services in the field of stuffed and plush animals							
40 - providing facilities to others, namely workspace, equipment and supplies, within retail stores, for creating stuffed and plush toy animals for donation to hospitals and charitable institutions							
MAX0218	BUILD-A-SOUND					MAILED	35
35 - retail store services, mail order catalog services, all featuring stuffed and plush toy animals and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins (USE)							
and retail services via a global computer network (ITU)							
MAX0078	BUILD-A-SPIRIT	05/06/1998	75/480,177			ALLOWED	40,42
40 - the custom manufacture of stuffed toy animals and dolls and accessories therefor bearing designs, logos, slogans, marks of others							
42 - the custom imprinting of designs, logos, slogans, marks and/or information on or in connection with stuffed toy animals and dolls, and clothing and other accessories therefor							
MAX0061	BUTTON DESIGN	02/23/1998	75/438,438			PENDING	28,35
28 - plush toy animals and stuffed toy animals and accessories therefor							
35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals and candies							
MAX0067	BUTTON WALL WITH SPOOLS DESIGN	02/13/1998	75/434,466			PENDING	35
35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals and plush toy animals, stickers, stationery products, namely invitations, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies							
MAX0069	CHOOSE ME, STUFF ME, STITCH ME, FLUFF ME ... DESIGN	02/13/1998	75/434,465			PENDING	35

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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UNITED STATES *continued*

35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals and plush toy animals, stickers, stationery products, namely invitations, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies

MAX0129	CHOOSE ME, STUFF ME, STITCH ME, FLUFF ME, DRESS ME, HEAR ME, NAME ME, TAKE M	03/20/1999	75/674,299			PENDING	35
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35 - retail store services, mail order services, mail order and telephone catalog services, and retail services via a global computer network all in the fields of stuffed toy animals and plush toy animals and accessories therefor, compact disks and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters, pamphlets

and brochures relating to stuffed toy animals, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and toys

MAX0011	COLLECTIBEAR	03/11/1997	75/255,282			ALLOWED	28,41
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28 - plush toy animals and stuffed toy animals and accessories therefor

41 - entertainment services, namely, a collectors' club for plush toy animals and stuffed toy animals

MAX0009	COLLECTIBUNNY	03/11/1997	75/255,283			ALLOWED	28
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28 - plush toy animals and stuffed toy animals and accessories therefor

MAX0073	CUB CONDO DESIGN	03/04/1998	75/444,741			PENDING	28
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28 - toy playhouses and carrying cases for stuffed toy animals and plush toy animals and accessories therefor

MAX0105	CUB CONDO II (DESIGN)	03/10/1999	75/657,901			PENDING	35
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35 - retail store services, mail order services and mail order catalog services all in the fields of stuffed toy animals and plush toy animals and accessories therefor, compact disks, audio cassettes, jewelry, newsletters, pamphlets, and brochures for children, newsletters and brochures relating to stuffed and plush toy animals and dolls, carrying cases for plush toy animals, stuffed toy animals and accessories therefor, non-metal keychains and toys

MAX0082	DESIGN (BEAR HEAD)	06/17/1998	75/505,792			PENDING	16,35,42
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16 - newsletters and brochures on the subject of stuffed toy animals, plush toy animals, and accessories therefor, games and puzzles, artwork, crafts, stories, essays, jokes, riddles, anecdotes, trivia, contests, horoscopes, book reviews, community and charitable activities, retail store news and events and product information for children; newsletters and brochures relating to stuffed and plush toy animals and accessories therefor

35 - retail store services and retail store services via a global computer network featuring stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to teddy bears and other stuffed toy animals, and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candy

42 - providing information via a global computer network relating to stuffed toy animals and plush toy animals and accessories therefor, games and puzzles, artwork, stories, essays, jokes, riddles, anecdotes, trivia, contests, retail store news and events and product information

MAX0104	FLUFF AND STUFF	03/12/1999	75/659,467			PENDING	
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MAX0103	FRIENDS TO BE MADE	03/10/1999	75/657,902			PENDING	28,35
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28 - carrying cases for plush toy animals, stuffed toy animals, and accessories therefor; plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games, toys, namely, bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

35 - retail store, mail order, mail order catalog services, wholesale and distributorship services, retail services via a global communications network, all in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies							
MAX0080	HEART IN A BEAR LOGO	06/05/1998	75/497,033			PENDING	14,16,18 20,21,24 25,28,35 41,42,9
14 - jewelry, namely earrings, necklaces, rings, bracelets and pendants							
16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper napkins and paper place mats; posters and calendars							
18 - handbags, tote bags, backpacks, wallets, and purses							
20 - novelties, namely non-metal keychains							
21 - ceramic figurines; mugs, drinking glasses, paper cups and paper plates; and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers							
24 - housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, textile place mats and oven mitts							
25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons							
28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; carrying cases for plush toy animals and stuffed toy animals and accessories therefor; handheld unit for playing electronic games; toys namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games							
35 - mail order services, retail store services, mail order catalog services, retail store services via a global computer network and wholesale distributorship services all in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, drinking glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candy							
41 - entertainment services in the nature of conducting parties for creating stuffed toy animals and plush toy animals and providing of facilities therefor; video and motion picture production and distribution; production and distribution of radio and television programming							
42 - retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects							
9 - CD Roms, pre-recorded audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals							
MAX0089	HEART IN A BEAR STORE FIXTURE	10/07/1998	75/566,040			PENDING	35
35 - mail order services, retail store services, mail order catalog services, retail services via a global computer network in the fields of: stuffed toy animals and plush toy animals, dolls and accessories therefor, CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry, books, newsletters, magazines, pamphlets, and brochures for children, books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards, stickers, stationery products namely, writing paper, envelopes and printed invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons, mugs, drinking glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games and candies							
MAX0071	HEART IN A BEAR	02/13/1998	75/434,462			ALLOWED	28,35
28 - plush animals and stuffed toy animals							
35 - retail store services featuring plush toy animals, stuffed toy animals, and accessories							
MAX0164	HEART STUFF	07/07/1999	75/744,567			PENDING	35
35 - Mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; compact disks, audio cassettes; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers;							

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UNITED STATES <i>continued</i>							
invitations; carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; clothing; toys and board games; candies							
MAX0035	HIBERNITIES	01/11/1997	75/388,006			ALLOWED	25
25 - clothing, namely sleepwear, pajamas, night shirts and other clothing and toy clothing and accessories for stuffed animals and dolls							
MAX0100	HUGDAY	01/15/1999	75/623,042			PENDING	35
35 - mail order services, retail store services, mail order catalog services, wholesale distributorship services, and electronic retailing services via computer, all featuring stuffed toy animals and plush toy animals, dolls and doll accessories; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry, children's books, children's newsletters, children's magazines, children's pamphlets, and children's brochures; books about stuffed and plush toy animals and dolls, newsletters about stuffed and plush toy animals and dolls, magazines about stuffed and plush toy animals and dolls, and brochures about stuffed and plush toy animals and dolls, greeting cards; stickers, stationery products, namely, writing paper, envelopes and invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and stuffed toy animal accessories, ceramic figurines, metal keychains and non-metal keychains, novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys, board games, and candies							
MAX0211	JELLI BEARS	12/20/1999	75/876,452			PENDING	28
28 - stuffed animals and doll accessories							
MAX0207	KUDDLY KOALA	12/17/1999	75/874,494			PENDING	28
28 - stuffed and plush toy animals							
MAX0012	LIBEARY	03/11/1997	75/255,285			ALLOWED	16,35,42
16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed toy animals and plush toy animals; and publications, namely, posters and calendars							
35 - retail store services via a global computer network in the field of stuffed toy animals and plush toy animals and accessories therefor, CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry, books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons, mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games, and candies							
42 - providing multiple-user access to a global computer information network in regard to various subjects							
MAX0210	LIL O'CUB	12/17/1999	75/874,227			PENDING	28
28 - stuffed and plush toy animals							
MAX0095	LOVE STUFF HEADQUARTERS	12/23/1998	75/611,263			ALLOWED	35
35 - mail order, retail store, mail order catalog services, wholesale and distributorship services and retail services via a global communications network in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges, jewelry, books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers, stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars, handbags, tote bags, backpacks, wallets, purses, and carrying cases for plush toy animals, stuffed toy animals and accessories therefor, ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers, housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts, clothing, toys and board games, and candies							
MAX0184	LUCKY KITTY	09/09/1999	75/801,851			PENDING	28
28 - stuffed and plush toys							
MAX0193	MADAME DU BEAR	10/28/1999	75/835,819			PENDING	28

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
UNITED STATES <i>continued</i>							
	28 - toys and playthings, namely folded pieces of plastic or paper that fit on a child's hand and guides the child through various activities as the child repositions the piece						
MAX0096	MEMBEAR	12/21/1998	75/609,551			ALLOWED	41
	41 - Entertainment services in the nature of a fan club relating to plush toy animals and stuffed toy animals and accessories therefor						
MAX0209	NUMBEAR	12/17/1999	75/873,244			PENDING	28,35
	28 - stuffed and plush toy animals and accessories therefor						
	35 - retail store services, mail order catalog services, and retail services via a global computer network all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, CD roms, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins						
MAX0183	PERKY PENGUIN	09/09/1999	75/801,850			PENDING	28
	28 - stuffed and plush toys						
MAX0087	ROLY POLY PANDA	09/18/1998	75/555,669			PENDING	28
	28 - Stuffed toy animals and plush toy animals						
MAX0030	SEWING COLUMN DESIGN	10/27/1997	75/379,653			ALLOWED	35
	35 - retail store services for the sale of photographic prints, electronic musical devices, sound recordings, CD-roms, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins						
MAX0063	SPOOL DESIGN	02/13/1998	75/434,464			PENDING	35
	35 - retail store services in the fields of stuffed toy animals and plush toy animals and accessories therefor, CD Roms and audio cassettes relating to or regarding teddy bears and other stuffed toy animals and plush toy animals, jewelry, newsletters and brochures for children and newsletters and brochures relating to stuffed toy animals and plush toy animals and plush toy animals, stickers, stationery products, namely invitations, handbags, tote bags, backpacks, purses, carrying cases for stuffed and plush toy animals and accessories therefor, non-metal key chains and candies						
MAX0020	STITCHED WITH LOVE	09/04/1997	75/351,922			PENDING	25,28,41 42,9
	25 - clothing and accessories therefor and aprons						
	28 - plush toy animals and stuffed toy animals and accessories therefor, namely toy clothing for plush toy animals and stuffed toy animals						
	41 - entertainment and educational services						
	42 - mail order services, retail store services, mail order catalog services, retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects, restaurant services, wholesale and distributorship services						
	9 - CD-roms, audio cassettes, video cassettes, laser discs, computer games and electronic games						
MAX0201	STUFFED WITH HUGS AND GOOD WISHES	12/06/1999	75/866,045			PENDING	28
	28 - stuffed and plush toy animals						
MAX0032	STUFFING COLUMN DESIGN	10/27/1997	75/379,554			ALLOWED	35
	35 - retail store services featuring photographic prints, electronic musical devices, sound recordings, CD-rom, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls, and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins						
MAX0101	STUFFIT AND FLUFFIT	03/01/1999	75/656,978			PENDING	35,42
	35 - mail order, retail store, mail order catalog services, retail services via a global communications network, wholesale and distributorship services, in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons;						

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UNITED STATES *continued*

mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

42 - cleaning, repair and restoration of stuffed and plush toy animals

MAX0097	TEDDY BEAR CENTENNIAL	11/12/1998	75/587,559			PENDING	1,14,16 18,20,21 24,25,27 28,3,35 38,4,40 41,42,6 9
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1 - unexposed camera film, unexposed cinematographic film, sensitized photographic film, unexposed photographic film, photosensitive paper; peat fertilizer; plant food; potting soil; artificial sweeteners

14 - Jewelry, namely watches, pins, earrings, chains, necklaces, bracelets, rings, cuff links, shoe ornaments; piggy banks of precious metal; clocks; candle holders of precious metal

16 - address books, address labels, address plates; addressing machines; automatic adhesive dispensers for office use, adhesive tape dispensers for household or stationery use, adhesive tape and adhesives for stationery or household purposes; coin albums, photograph albums, scrapbook albums, stamp albums; storage albums for typewriter printwheels and typeballs; almanacs; announcement cards; printed survey answer sheets; appliques in the form of decals; archival storage pages; art etchings, art mounts, art paper, art pictures, art prints, graphic art reproductions, printed art reproductions; artists' brushes, arts and craft kits; paint kits; atlases; autograph books; pressure sensitive graphics for application to automobiles; printed awards; baby books; paper name badges; garbage bags of plastic or paper, general purpose plastic bags, grocery bags, merchandise bags, party paper bags, paper refuse bags, plastic trash bags, sandwich bags of paper or plastic, trash bags, plastic food storage bags for household use; plastic or paper bags, envelopes and pouches for merchandise packaging; ball-point pens; paper banners; desk basket for desk accessories; paper bath mats, bathroom tissue; facial tissue; bibles; paper bibs; mechanical binder sets comprised of rings, dividers or folders, binders, loose leaf binders and paper; book bindings; black boards; packaging, namely, blister cards; blotters; blue prints; poster boards, art sketching boards, bristol boards, directory boards, drawing boards, illustration boards, magnetic boards, memorandum boards, mounting boards, paper illustration boards, paper boards, lap boards for reading and writing, slate boards for writing; bond paper; book covers, book holders, book plates, book rests, cloth for bookbinding, bookends; bookkeeping books and forms; bookmarks; account books, anniversary books, appointment books, business record books, cash receipt books, children's activity books, children's books, coloring books, composition books, cook books, copy books, coupon books, data books, date books, dictation books, engagement books, exercise books, expense books, guest books, index books, ledger books, log books, memorandum books, note books, picture books, printed music books, receipt books, recipe books, score books; fiction books, non-fiction books; sketch books, song books, stenographers' note books, telephone number books, travel books, voucher books, wallcovering sample books; wedding books, wirebound books; cardboard boxes, corrugated record storage boxes, paper boxes; pencil and pen boxes and cases; stationery boxes, file boxes for storage of business or personal records; bumper stickers; business cards; paper cake decorations, calendar desk pads and stands, calendar stands, calendars; blank cards, Christmas cards, credit cards, debit cards without magnetic encoding, file cards, filing cards, flash cards, gift cards, greeting cards, note cards, occasion cards, playing cards and playing card cases, score cards, trading cards, trivia cards, cards bearing universal greetings; caricatures; cartoon prints, newspaper cartoons and comic strips; comic books; mail order catalogs; decorative paper centerpieces; bank checks, check books, check book and passbook wallets, checkbook covers and holders; clip boards; paper clips; patterns for making clothes, paper table cloths; coasters made of paper; computer game instruction manuals, computer paper; confetti; copy paper; corrugated containers; crayons; crepe paper; crossword puzzles; daily planners, date computer manuals; date indicators; decalcomanias, decals; desk pads, desk sets, desk file trays, desk stands and holders for pens, pencils and ink, desk top organizers and planners; disposable diapers; diaries, dictionaries, classified directories, hotel directories, telephone directories, rubber document stamps; paper doilies; drafting rulers, drafting triangles; drawing pencils; duplicating machines; easels; electric pencil sharpeners; paper emblems, printed emblems; embroidery design patterns; encyclopedias; envelopes; chalk erasers, erasers; etchings; paper expanding files, document file trays; paper flags; printing fonts; metallic gift wrap; grocery paper; paper handkerchiefs; coin holders; correspondence holders, document holders, paper sign holders, pen or pencil holders; paper hole punches; writing ink; label printing machine ribbons; luminous paper; paper mail pouches, cardboard mailing tubes; computer program manuals for games; maps; markers, stick markers, marking tabs; masking paper; modeling clay; newsletters; note pads, note paper; note books; numbering guides; opaque paper, personal organizers, organizers for stationery use; decorative pencil-top ornaments; inking pads; prescription reminder pads; score pads, scratch pads, sketch pads, stamp pads, writing pads; paint brushes, water color sets; painting sets for children, painting sets for artists, paintings, palettes for painting; adding machine paper, carbon paper, cleaning and polishing paper, construction paper, corrugated paper, craft paper, electrocardiograph paper, electrostatic paper, fiber paper, filler paper, filter paper, fluorescent paper, gummed paper, illustration paper, laminated paper, lining paper, luminous paper, magnetic paper, manifold paper, mimeograph paper, newsprint paper, onion skin paper, packing paper, parchment paper, plastic coated copying paper, printing paper, proofing paper, recycled paper, reproduction paper, safety paper, shelf paper, synthetic paper, tissue paper, toilet seat cover paper, tracing paper, typewriter paper, wax paper, wrapping paper, writing paper; paper blinds; paper closures for sealing containers; paper containers; paper cutters; gift wrapping paper, paper gift wrap bows, boxes and ribbons; paper maché figurines; paper party

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UNITED STATES *continued*

decorations, paper party hats; paper pennants; paper pillowcases; paper ribbons; paper shredders for office use; paper staplers; paper napkins, paper table cloths, paper table linens, paper towels, paper tray covers, paper trays, paper washcloths; paperweights; pencil sharpeners; pencils, artists' pencils, charcoal pencils, drawing pencils, pennants; pens, artists' pens, electric wood burning artists' pens, fountain pens, ink pens; photographic prints; photograph mounts and photographic croppers; picture postcards; plastic and paper place mats; personal planners; printed plans; stationery-type portfolios; postcards; printed labels not of textile; protective covers for sheets or paper and pages of books and the like; posters; publication paper; rubber bands; scrap-books, sheet music, sheet music stands; stationery, stationery boxes; stickers; T-squares; writing tablets; non-permanent tattoos; printed tickets; printing type; reference books

18 - Attaché cases; backpacks; bookbags; diaper bags; duffel bags; handbags; sports bags; billfolds; business card cases; credit card cases; key cases; cosmetic cases sold empty; chain purses; coin purses; fanny packs; animal leashes and collars; luggage; waist packs; pocketbooks; umbrellas, golf umbrellas and wallets; baby backpacks; trunks

20 - Furniture; mirrors; picture frames; plastic cake decorations; plastic flags; figurines; sculptures; carvings; statues; non-metal key chains; plastic bibs; corks for bottles, sleeping bags

21 - kitchenware, beverage glassware; dinnerware; fitted vanity cases; champagne and wine buckets; ice buckets; chocolate, cake, pastry and cookery molds; decorative crystal prisms; paper plates and cups; plastic plates and cups; drinking flasks; decorative stained glass; stamped glass; glass bowls; hair brushes and combs; napkin holders; toothpick holders; lunch boxes; pepper and salt mills; mugs; bottle openers; decorative ornaments of china, crystal, glass porcelain and/or terra cotta; pails; boxes for dispensing paper towels; perfume atomizers sold empty; decorative plates; statues and statuettes of china, crystal, earthenware, glass, porcelain and/or terra cotta; beverage stirrers; pre-moistened towelettes; drinking vessels; wastepaper baskets; non-woven fabric cosmetic wipes not made of paper; jars for jams and jellies made of earthenware, glass, porcelain, plastic and/or terra cotta; beer jugs; bakeware; non-metal piggy banks; flower baskets; portable beverage coolers and dispensers; bottles, sold empty; cake stands and servers; non-electric candelabras and candlesticks not of precious metal; canister sets; porcelain and earthenware, including plates, platters, dishes, bowls, cups, saucers, serving dishes and serving plates, paint buckets; butter dishes; pitchers; soap dispensers, toothpaste dispensers; paper cups, paper plates; plasticware

24 - oven mitts, towels, linens, comforters, blankets, wash clothes, sheets, bed linens, bath linens, household linens, textile napkins, textile wall hangings, bed spreads, table mats not of paper, pillows, pillow cases, pillow shams, pennants not of paper, pot holders, quilts, bed sheets, table cloths not made of paper, crib bumpers and crib canopies, cloth banners, fabrics

25 - men's, women's, and children's clothing, including pants, jeans, blouses, skirts, shorts, dresses, jackets, vests, coats, warm-up suits,

27 - rugs, carpets, mats, floor coverings and wall hangings

28 - toys, including rubber action balls; action figures and accessories therefor; action skill games; mechanical action toys, electric action toys; action-type target games; toy airplanes; toy armor; balloons; toy banks; bath toys; toy clothing; bingo cards; toy building blocks; toy construction blocks; board games; toy boxes; toy cap pistols; card games; party favors in the nature of crackers or noise-makers; craft sets for decorating balloons; electronic dart games; dolls, doll clothing, doll costumes, accessories for dolls; electronic game equipment with a watch function; role playing game equipment in the nature of game book manual; equipment sold as a unit for playing card games; hand-held unit for playing electronic games and/or video games; parlor games; pinball-type games; role playing games; toy gliders; doll house furnishings; jigsaw puzzles; manipulative games and puzzles; crib mobiles, toy mobiles; scale model airplanes; model toy train sets; plush toy animals and figures and accessories therefor; toy model vehicles and related accessories sold as a unit; electronically-operated toy motor vehicles; musical toys; toy noisemakers; puppets; ride-on toys; soft sculptured toys; spinning toys; stuffed toy animals and figures and accessories therefor; toy swords; toy vehicles; baby multiple activity toys; infant action crib toys; non-riding transportation toys; party favors in the nature of small toys; plush toys; squeezable squeaking toys; water squirting toys; wind-up toys; ventriloquist's dummies; yo-yo's; toy zip guns; sporting goods, including golf bags; golf ball markers; golf balls; golf clubs; head covers for golf clubs; baseballs; basketballs; footballs; net balls; table tennis balls; tennis balls; volley balls; baseball bats, baseball gloves; softball bats; stationary exercise bicycles; road bicycles; gaming equipment, namely, chips and game wheels; poker chips; dart boards; softball gloves; hockey pucks; hockey gloves and pads; ice skates; roller skates and accessories therefor; skate boards; tennis racket presses; tennis racket covers; racquet balls and racquet ball racquets; quoits; sport balls; amusement park rides; tractors and sleds for use in down-hill amusement rides; Christmas tree ornaments; artificial Christmas trees and Christmas wreaths; Christmas tree skirts, stands and stand covers; costume masks; promotional game materials; lottery cards and tickets; teaching materials in the form of board and card games and stand alone video game machines; carrying cases for stuffed and plush toy animals and figures, dolls and other toys; toy furniture, toy clothing

3 - cosmetics, personal care and bath products, namely skin soaps, perfume, cologne, essential oils for personal use; blushers, eye pencils, eye shadows, eyebrow pencils, eyeliners, foundation makeup, lipsticks, lip glosses, mascara and rouge; dentifrice; petroleum jelly for cosmetic and personal care purposes; baby powder; face powder; talcum powder, skin lotions and creams; soaps for hand, body and face, nail polish; sun tanning and blocking preparations; bubble baths, body lotions, body oils, toothpaste, dental floss, deodorants, cotton balls and cotton for cosmetic purposes; detergent soap, automatic dishwashing detergents, dishwashing detergents, disposable wipes for personal use,

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UNITED STATES *continued*

floor polish, furniture polish, glass cleaners, laundry detergent, laundry bleach; hair care products, namely, shampoos, hair spray, hair lotions, hair gel and hair conditioners; sachets, potpourri, incense and room fragrance

35 - retail services; distributorship services; retail services via a global communications network; mail order catalog services; advertising agency services; copying of documents for others; automobile dealerships; direct mail advertising; directory information; distributorship services; providing home shopping services in a wide variety of fields by means of television ; promoting and conducting trade shows in a wide variety of fields; slogan cartoon and character licensing; theatrical ticket agencies

38 - Telecommunications services, including radio and television broadcasting; broadcasting via a global communications network; electronic mail services; paging services; pay per view television transmission services; telephone communication services; video broadcasting.

4 - candles; fuel for motor vehicles, namely gasoline; automobile lubricants; motor oil

40 - treatment of materials, including photographic film finishing and development services

41 - entertainment and educational services, including video and motion picture production and distribution, radio and television production and distribution thereof; entertainment in the nature of sporting events; book publishing services; conducting exhibitions in a wide variety of fields; entertainment in the nature of television and radio programs, amusement park rides; on-line computer games, musical concerts, live performances by a musical band; amusement parks; nursery schools; conducting parties for others; health club services; museums; movie theaters; recording studio services; arranging for ticket reservations for shows and other events; zoos

42 - child care centers; medical clinics and hospital services; motor clubs; news and features distribution; health resorts and spas, health maintenance organizations; retirement home services; lawn care services; portrait photography services; printing services; hair salons; monitoring of burglar security alarms; travel agency services; hotel services; restaurant services providing multiple-user access to a global computer information network for the transfer and dissemination of a wide range of information; leasing or providing access time to computer data bases/web sites/home pages of others in a wide variety of field(s) by means of a global computer network; providing information in a wide variety of fields by means of a global computer information network; computer services, namely providing on-line publications in a wide variety of fields

6 - Aluminum foil, metal piggy banks, metal bells, safety deposit boxes, metal oil cans sold empty, metal cans sold empty, metal caps for bottles, metal chains, metal money clips not of precious metal, metal decorative boxes, fixed towel dispensers of metal, aluminum foil paper, metal key holders, metal holders for signboards, metal horseshoes, metal identification bracelets, metal key blanks, metal key fobs, metal key rings; door hardware, namely, keys and key cylinders, metal keys for locks; key chains made of metal; metal license plates, metal lock boxes, metal name badges; metal name plates, metal time capsules

9 - eyeglasses, sunglasses; eyeglass frames; pre-recorded video tapes, pre-recorded audio tapes, compact discs and video discs, all featuring music, dance, comedy, dramatic or non-dramatic productions, poetry, art, sports, physical fitness, stories for children and/or adults, history, culture, lifestyle and/or technology; batteries, battery packs, battery chargers, compact discs, computer buffers, computer disc drives, blank floppy computer discs, blank hard computer discs, computer furniture, computer hardware, computer interface boards, computer keyboards, computer memories, computer monitors, computer mouse, computer peripheral mouse pads, computer operating programs, computer printers, computer printer cartridges; blank magnetic computer tapes, computers and instructional manuals sold as a unit, electric converters, document scanners, modems; holders for compact discs, jackets for compact discs; cd-rom drives; computer software; personal electronic organizers; pre-paid magnetically encoded telephone calling cards; magnetically encoded credit and debit cards; neon, electric and luminous signs; video game interactive control floor pads or mats; video game cartridges; computer game cassettes; computer games cartridges; computer game equipment containing memory devices, namely, discs; computer game joysticks, programs and tapes; video game machines for use with televisions; computer game programs; video game joysticks, virtual reality game software; radios; telephones; photographic equipment and accessories, namely cameras, video recorders, flashes, screens, projectors, and lenses ties, suits, t-shirts, sweatshirts, shirts, sweaters; footwear; hats, caps, berets, scarves, clothing belts, gloves, mittens; pajamas; bathrobes; nightgowns; aprons; cloth diapers

MAX0010	TEDDYLOGY	03/11/1997	75/255,284		ALLOWED	41,42
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41 - educational services, namely providing training and instruction in regard to staffing and operating retail stores in connection with the manufacture and sale of stuffed toy animals and plush toy animals and accessories therefor

42 - providing information relating to various subjects via a global computer network

MAX0128	TRAVELING TEDDY	03/17/1999	75/664,633		PENDING	28
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28 - stuffed toy animals and plush toy animals and accessories therefor

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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UNITED STATES *continued*

MAX0008	WHERE BEST FRIENDS ARE MADE	02/25/1997	75/247,417			PENDING	14,16,18 20,21,24 25,28,35 41,42,6 9
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14 - jewelry, namely earrings, necklaces, rings, bracelets and pendants

16 - books, newsletters, magazines, pamphlets, and brochures for children; and books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls; greeting cards; stickers; stationery products, namely writing paper, envelopes, and invitations; paper goods, namely paper plates, paper cups, paper napkins; and publications, namely posters, and calendars

18 - handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor

20 - ceramic figurines; novelties, namely non-metal keychains and novelty buttons

21 - mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers

24 - housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitt

25 - clothing, namely shirts, t-shirts, sweatshirts, caps, socks, underwear, sleepwear, pants, jackets, footwear, shorts, swimwear; and aprons

28 - plush toy animals and stuffed toy animals and dolls and accessories therefor; handheld unit for playing electronic games; toys namely bath toys, pull toys, musical toys, miniature figures, soft body infant toys, positionable toy figures; board games

35 - mail order, retail store, mail order catalog services, wholesale and distributorship services in the field of stuffed toy animals and plush toy animals, dolls and accessories therefor; CD Roms, audio cassettes, video cassettes, laser discs and computer game cartridges; jewelry; books, newsletters, magazines, pamphlets, and brochures for children; books, newsletters, magazines and brochures relating to stuffed and plush toy animals and dolls, greeting cards; stickers; stationery products namely, writing paper, envelopes and invitations, party supplies, posters and calendars; handbags, tote bags, backpacks, wallets, purses; and carrying cases for plush toy animals, stuffed toy animals and accessories therefor; ceramic figurines, metal and non-metal keychains and novelty buttons; mugs, glasses, and kitchenware, namely plates, dinnerware, bowls, cookie jars, salt shakers, and pepper shakers; housewares, namely bed sheets, bed linens, towels, bed blankets, comforters, place mats and oven mitts; clothing; toys and board games; candies

41 - entertainment services in the nature of parties for creating stuffed toy animals and plush toy animals and providing of party facilities therefor; video and motion picture production and distribution; radio and television programming and the production and distribution thereof

42 - retail services via a global computer network, providing information relating to various subjects via a global computer network, providing access through a global computer to an interactive computer database in regard to various subjects

6 - novelties, namely key chains made of metal

9 - CD Roms, audio cassettes, video cassettes, and laser discs relating to or regarding teddy bears and other stuffed toy animals and plush toy animals; and computer game cartridges

MAX0194	WHERE SPECIAL MEMORIES ARE MADE	10/27/1999	75/831,936			PENDING	28,35,42
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28 - stuffed and plush toy animals and dolls and accessories therefor

35 - retail store services, mail order catalog services, and retail services via a global computer network, all featuring stuffed and plush toy animals and accessories therefor, dolls and accessories therefor, electronic musical devices, sound recordings, compact disks, jewelry, stationery items, stickers, books, publications, clothing, backpacks, tote bags, carrying cases, purses, toys and novelty buttons and pins

42 - providing information relating to various subjects via a global computer network

MAX0033	ZIPPER COLUMN DESIGN	10/27/1997	75/379,668			ALLOWED	35
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35 - retail store services for the sale of photographic prints, electronic musical devices, sound recordings, CD-rom, jewelry, stationery items, stickers, greeting cards, paper goods, books, publications, clothing, stuffed toy animals and accessories therefor, dolls, and accessories therefor, mugs, housewares, backpacks, tote bags, carrying cases, wallets, purses, toys and games and novelty buttons and pins

SHIRTS ILLUSTRATED, L.L.C.**TRADEMARKS – REGISTERED**

Trademark Report by Mark

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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DIGIPRINT

UNITED STATES	SHI0004	06/18/1991	74/177,795	03/01/1994	1,824,701	REGISTERED	42
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42 - providing printing services using a system which generates and prints graphic images on fabric and clothing

TINY TEES

UNITED STATES	SHI0003	09/12/1980	73/277,663	02/07/1984	1,266,680	REGISTERED	20
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20 - novelty items, namely miniature shirts, miniature t-shirts, screen printed miniature t-shirts, and custom printed miniature t-shirts not sold as items of wearing apparel

SHIRTS ILLUSTRATED, L.L.C.**TRADEMARKS – PENDING**

Trademark Report by Mark

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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SHIRTS ILLUSTRATED

UNITED STATES	SHI0005	09/08/1999	75/801,852			PENDING	35,42
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35 - wholesale mail order and catalog order services featuring miniature clothing, custom printed miniature clothing and plush and stuffed toy animals

42 - custom printing of miniature clothing, for use with plush and stuffed toy animals

TINY TEDDY TEES

EUROPEAN UNION	SHI0007	11/08/1999	1380286			PENDING	28
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28 - novelty items, namely miniature shirts, miniature t-shirts, screen printed miniature t-shirts, and custom printed miniature t-shirts not sold as items of wearing apparel but as accessories for stuffed and plush toy animals and toy figures

UNITED STATES	SHI0001	05/18/1999	75/708,751			PENDING	28
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28 - novelty items, namely, miniature shirts, miniature t-shirts, screen printed miniature t-shirts, and custom printed miniature t-shirts not sold as items of wearing apparel but as accessories for stuffed and plush toy animals and toy figures

TINY TEES

UNITED STATES	SHI0002	05/18/1999	75/708,754			PENDING	28
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28 - novelty items, namely, miniature shirts, miniature t-shirts, screen printed miniature t-shirts, and custom printed miniature t-shirts not sold as items of wearing apparel but as accessories for stuffed and plush toy animals and toy figures

SCHEDULE B

BUILD-A-BEAR WORKSHOP

PATENTS - ISSUED

Patent Report by Country

Status: ISSUED

TITLE

REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS
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AUSTRALIA

(Clark et al) STORE FIXTURE

BUI006	10/22/1998	3361/1998	07/28/199	137895	ISSUED
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(Clark et al) IN-STORE WALL

BUI003	10/14/1998	3274/1998	01/04/200	139508	ISSUED
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(Collida et al) STUFFING MACHINE

BUI007	10/22/1998	3364/1998	07/28/199	137898	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Zipper Columns)

BUI002	10/22/1998	3363/1998	07/28/199	137897	ISSUED
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(Weiss et al) A SET OF STORAGE BARRELS

BUI005	10/14/1998	3275/1998	07/20/199	137785	ISSUED
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(Weiss et al) NOVELTY BATH TUB

BUI004	10/23/1998	3402/1998	07/20/199	137789	ISSUED
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A SET OF DISPLAY COLUMNS (Stuffing Columns)

BUI001	10/22/1998	3362/1998	07/28/199	137896	ISSUED
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CANADA

(Clark et al) DISPLAY WALL (Button Wall)

BUI010	10/23/1998	1998-2615	11/30/199	88239	ISSUED
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(Clark et al) STORE FIXTURE

BUI013	11/06/1998	1998-2764	10/15/199	87783	ISSUED
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(Collida et al) STUFFING MACHINE

BUI014	11/06/1998	1998-2763	06/30/199	87022	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Stuffing Columns)

BUI008	10/23/1998	1998-2613	11/30/199	D88206	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Zipper Columns)

BUI009	10/23/1998	1998-2614	10/22/199	87849	ISSUED
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(Weiss et al) NOVELTY BATH TUB

BUI011	10/23/1998	1998-2617	10/29/199	87921	ISSUED
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(Weiss et al) SPOOL CONFIGURED STORAGE BARREL

BUI012	10/23/1998	1998-2616	11/26/199	D 88174	ISSUED
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Patent Report by Country

Status: ISSUED

Patent Report by Country

Status: ISSUED

TITLE					
REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS

FRANCE**(Weiss et al) TOY ARMOIRE**

MAX011	10/28/1999	996641	02/04/200	570523-'29	ISSUED Patent Report by Country
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Status: ISSUED

TITLE					
REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS

GERMANY**(Weiss et al) TOY ARMOIRE**

MAX002	10/19/1999	499 09 754.8	11/17/199	49909754.8	ISSUED
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HONG KONG**(Collida et al) STUFFING MACHINE**

BUI015	03/31/1999	9910372.7	03/31/199	9910372.7	ISSUED
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(Weiss et al) TOY ARMOIRE

MAX003	10/06/1999	9911313.4	10/06/199	9911313.4	ISSUED
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JAPAN**(Collida et al) STUFFING MACHINE**

BUI017	02/24/1999	11-004480	01/14/200	1066841	ISSUED
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NEW ZEALAND**(Clark et al) DISPLAY WALL (Button Wall)**

BUI020	11/12/1998	29792	02/24/199	29792	ISSUED
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(Clark et al) STORE FIXTURE (HEART'N BEAR)

BUI023	11/12/1998	29791	02/24/199	29791	ISSUED
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(Collida et al) STUFFING MACHINE

BUI024	11/12/1998	29793	02/24/199	29793	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Zipper Columns)

BUI019	11/12/1998	29795	02/24/199	29795	ISSUED
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(Weiss et al) DISPLAY FAÇADE SET (Stuffing Columns)

BUI018	11/12/1998	29790	02/24/199	29790	ISSUED
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(Weiss et al) NOVELTY BATH TUB

BUI021	11/12/1998	29794	02/24/199	29794	ISSUED
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(Weiss et al) SET OF DISPLAY BINS (SPOOL CONFIGURED STORAGE BARRELS)

BUI022	11/12/1998	29789	02/24/199	29789	ISSUED
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UNITED KINGDOM**(Clark et al) STORE FIXTURE**

BUI030	12/01/1998	2079543	08/24/199	2079543	ISSUED
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Patent Report by Country

Patent Report by Country

Status: ISSUED

TITLE	REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS
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UNITED KINGDOM *continued*

(Clark et al) SHOP FITTINGS (DISPLAY WALL - IN-STORE WALL)

BUI027	12/01/1998	2079540	12/01/199	2079540	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Stuffing Columns)

BUI025	12/01/1998	2079545	10/20/199	2079545	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Zipper Columns)

BUI026	12/01/1998	2079544	10/20/199	2079544	ISSUED
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(Weiss et al) NOVELTY BATH TUB

BUI028	12/01/1998	2079542	10/23/199	2079542	ISSUED
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(Weiss et al) SPOOL CONFIGURED STORAGE BARRELS

BUI029	12/01/1998	2079539	08/21/199	2079539	ISSUED
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UNITED STATES

(Clark et al) IN-STORE WALL

CLA001	08/23/1998	29/092,544	09/28/199	D414,353	ISSUED
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(Weiss et al) DISPLAY FAÇADE (Stuffing Columns)

WEI001	10/20/1998	29/095,283	10/05/199	D414,814	ISSUED
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(Weiss et al) NOVELTY BATH TUB

WEI003	10/23/1998	29/095,486	08/31/199	D413,280	ISSUED
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BUILD-A-BEAR WORKSHOP

PATENTS – PENDING

Patent Report by Country

TITLE					
REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS

AUSTRALIA

(Weiss et al) TOY ARMOIRE

MAX001	09/29/1999	3143/99			PENDING
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BRAZIL

(Weiss et al) TOY ARMOIRE

MAX009	11/09/1999	DI 5902462-3			PENDING
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CANADA

(Weiss et al) TOY ARMOIRE

MAX007	10/07/1999	1999-2439			PENDING
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CHINA

(Weiss et al) TOY ARMOIRE

MAX008	10/20/1999	99314599.X			PENDING
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JAPAN

(Clark et al) STORE FIXTURE

BUI016	02/15/1999	11-3365			PENDING
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(Weiss et al) TOY ARMOIRE

MAX004	10/04/1999	11-26912			PENDING
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MEXICO

(Weiss et al) TOY ARMOIRE

MAX005		N/A			PENDING
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NEW ZEALAND

(Weiss et al) TOY ARMOIRE

MAX006	10/06/1999	400005			PENDING
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UNITED KINGDOM

(Collida et al) STUFFING MACHINE

BUI031	12/02/1998	2079541			PENDING
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(Weiss et al) TOY ARMOIRE

MAX010	10/01/1999	2087073			PENDING
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Patent Report by Country

TITLE					
REFERENCE#	FILED	SERIAL#	ISSUED	PATENT#	STATUS

UNITED STATES

(Clark et al) STORE FIXTURE					
CLA002	08/24/1998	29/092,639			PENDING
(Collida et al) STUFFING MACHINE					
COL001	10/09/1998	29/094,802			PENDING
(Weiss et al) DISPLAY FAÇADE (Zipper Columns)					
WEI002	10/20/1998	29/095,270			PENDING
(Weiss et al) TOY ARMOIRE					
WEI005	08/09/1999	29/109,055			PENDING
(Weiss et al) SPOOL CONFIGURED STORAGE BARREL					
WEI004	08/28/1998	29/092,565			PENDING

SCHEDULE C

BUILD-A-BEAR WORKSHOP, LLC COPYRIGHTS

TITLE		STATUS	REG. NO./DATE
<i>AIR BATH</i>			
13940.543		56	ISSUED 1/26/98: VA 906-636
<i>AUDIO SHELF SOUND STATION</i>			
13940.543		54	ISSUED 1/28/98: VA 906-639
<i>BEAR HANGER</i>			
13940.543		59	ISSUED 1/23/98: VA 850-955
<i>BEAR HEAD</i>			
13940.543		51	ISSUED 7/2/98: VA 935-010
<i>BEAR PROMISE</i>			
13940.543		57	ISSUED 1/20/98: VA 896-239
<i>BEARAMOIRE</i>			
713940.23 0		PENDING	
<i>BEAREMY</i>			
713940.19 5		PENDING	
<i>BUILD-A-BEAR STORE DESIGN</i>			
13940.538		29	ISSUED 10/24/97: VA 903-962
<i>BUILD-A-BEAR WORKSHOP & DESIGN</i>			
13940.506	80	ISSUED	6/11/97: VAU405-662

BUILD-A-BEAR WORKSHOP, LLC
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BUILD-A-BEAR WORKSHOP THEME SONG

13940.532	86	ISSUED	1/26/98: SRu 380-338
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BUTTON DESIGN

13940.543 45	ABANDONED
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CENTENNIAL BEAR II

713940.25 1	PENDING
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CHOCOLATE BUNNY 2000

713940.25 0	PENDING
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CHOOSE ME MURAL DESIGN

13940.543	62	ISSUED	1/23/98: VA 850-951
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CHOOSE ME STUFF ME STITCH ME FLUFF ME

13940.543	48	ISSUED	1/26/98: VA 906-636
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CUB CONDO DESIGN

13940.574	52	ISSUED	11/23/98: Vau 312-333
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CUB CONDO DESIGN #1

13940.41	PENDING
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CUB CONDO VALENTINE DESIGN

713940.42	PENDING
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DRESS ME MURAL DESIGN

13940.544	81	ISSUED	1/23/98: VA 850-952
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DRESS ME TABLE

13940.543	55	ISSUED	1/28/98: VA 906-638
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FLOPPY BEAR

713940.68	ISSUED	8/23/99: VA 966-834
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FLOPPY LAMB

713940.23 6	PENDING
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FLUFF ME MURAL DESIGN

13940.544	80	ISSUED	1/23/98: VA 850-953
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FLUFFY BUNNY

713940.1	ISSUED	8/19/99: VA 966-751
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HALLOWEEN CUB CONDO

713940.26 4	PENDING
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HEART IN A BEAR

13940.567	74	ISSUED	7/2/98: VA935-009
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MY STORY

13940.543	58	ISSUED	1/20/98: VA 897-897
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PERKY PENQUIN

713940.192	PENDING
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SPOOL DESIGN

13940.552	59	ISSUED	3/2/98: VA 930 684
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STITCH ME MURAL DESIGN

13940.544	82	ISSUED	1/23/98: VA 850-954
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STITCH ME TABLE

13940.543	50	ISSUED	1/28/98: VA 906-634
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STORE FRONT DESIGN

713940.57 473	PENDING		
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STUFF ME MURAL DESIGN

13940.544	83	ISSUED	1/23/98: VA 850-950
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STUFFING COLUMNS

13940.548	20	ISSUED	1/29/98: VA 905-637
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VALENTINE BEAR 2000

713940.25 2	PENDING		
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ZIPPER COLUMNS

13940.548	21	ISSUED	1/28/98: VA 906-635
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SCHEDULE D

PENDING OR POTENTIAL CLAIMS

1. Basic Brown Bears, Inc. v. Build-A-Bear Workshop, L.L.C., Case No. C99-1290 DLJ ENE, United States District Court, Northern District of California – includes claims against FLOPPY BUNNY design, STUFFED WITH LOVE, GRIN& BEAR IT, bear painter design, trade secrets and confidentiality agreement claims (including against “Cub Condo design”) and related claims.
2. The New York Times Company v. Build-A-Bear Workshop, L.L.C., Opposition No. 115,902. Pending action before U.S. Trademark Trial and Appeal Board regarding registerability of ALL THE NEWS THAT’S BROUGHT TO BEAR based upon alleged conflict with The New York Times’ mark ALL THE NEWS THAT’S FIT TO PRINT.
3. Best Friends Foundation. Extension of Time to File Opposition filed against Build-A-Bear Workshop, L.L.C.’s mark WHERE BEST FRIENDS ARE MADE, Application Serial No. 75/247,417, based upon Best Friends Foundation’s mark BEST FRIENDS.
4. Extension of Time to File Opposition against the mark BEARISM, Application Serial No. 75/335,759 filed by Bear U.S.A. Inc.
5. Extension of Time to File Opposition against the mark BUILD-A-BUG, Application Serial No. 75/335,759 filed by Trendmasters, Inc.
6. First Hand Learning, Inc. has filed a Notice of Opposition against the mark BUILD-A-BUG, Application Serial No. 75/557,108, based upon alleged common law rights in the mark BUILD-A-BUG.
7. The Vermont Teddy Bear Factory, Inc. v. Build-A-Bear Workshop L.L.C., Opposition No. 115,198. Notice of Opposition filed against HEART IN A BEAR trade dress, Application Serial No. 75/434,462.
8. Basic Brown Bears, Inc. v. Build-A-Bear Workshop, L.L.C. – Notice of Opposition No. 116,951 filed against “Cub Condo design” trademark application, Application Serial No. 75/657,901.

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